INTERNAL REVENUE SERVI P. O. BOX 2508 CINCINNATI, OH 45201

Date: SEP 0 2 2011

SURGERY FOR THE POOR INC C/O GREG LAM 310 W 20TH ST STE 300 KANSAS CITY, MO 64108 Employer Identification Number: 27-4159217 DLN: 17053157313021 Contact Person: RACHEL M LEIFHEIT ID# 31617 Contact Telephone Number: (877) 829-5500 Accounting Period Ending: June 30 Public Charity Status: 170(b)(1)(A)(vi) Form 990 Required: Yes Effective Date of Exemption: March 7, 2011 Contribution Deductibility: Yes Addendum Applies:

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. We determined that you are a public charity under the Code section(s) listed in the heading of this letter.

Please see enclosed Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, for some helpful information about your responsibilities as an exempt organization.

Letter 947 (DO/CG)

SURGERY FOR THE POOR INC

We have sent a copy of this letter to your representative as indicated in your power of attorney.

Sincerely,

Lois G. Lerner

Director, Exempt Organizations

Enclosure: Publication 4221-PC

Letter 947 (DO/CG)

New York State
Department of State
Division of Corporations, State Records
and Uniform Commercial Code
One Commerce Plaza, 99 Washington Avenue
Albany, NY 12231

CERTIFICATE OF AMENDMENT OF

Surgery for the Poor, Inc.

FIRST: The name of the corporation as it appears on the index of names in the I Surgery for the Poor, Inc. (Complete this paragraph only if the corporation has agreed to use a fictitious name in New York State. The fictitious name the corporation has agreed to use in New York State is: Defeat Childhood Maladies SECOND: The jurisdiction of incorporation of the corporation is: Delaware THIRD: The date on which the corporation was authorized to conduct activities September 9, 2011	
Surgery for the Poor, Inc. (Complete this paragraph only if the corporation has agreed to use a fictitious name in New York State. The fictitious name the corporation has agreed to use in New York State is: Defeat Childhood Maladies SECOND: The jurisdiction of incorporation of the corporation is: Delaware THIRD: The date on which the corporation was authorized to conduct activities	
The fictitious name the corporation has agreed to use in New York State is: Defeat Childhood Maladies SECOND: The jurisdiction of incorporation of the corporation is: Delaware THIRD: The date on which the corporation was authorized to conduct activities	Department of State
SECOND: The jurisdiction of incorporation of the corporation is: Delaware THIRD: The date on which the corporation was authorized to conduct activities)
SECOND: The jurisdiction of incorporation of the corporation is: Delaware THIRD: The date on which the corporation was authorized to conduct activities	
Delaware THIRD: The date on which the corporation was authorized to conduct activities	
THIRD: The date on which the corporation was authorized to conduct activities	
THIRD: The date on which the corporation was authorized to conduct activities September 9, 2011	
	in New York State i
FOURTH: The Application for authority is amended as follows:	
 If the true name of the foreign corporation has been changed, set forth a statement that the change of effected under the laws of the jurisdiction of incorporation and the date the change was so effected. 	f name has been
 If the activities it proposes to conduct in this state are to be enlarged, limited or otherwise changed, that the corporation is authorized to conduct the activities in its jurisdiction of incorporation. 	set forth a statement
Paragraph First of the Application for Authority is amended to read in it	s entirety as
follows:	•
The name of the Foreign Corporation is: WonderWork, Inc.	
The Corporation no longer intends to use the Fictitious name: Defeat Childh	lood
S LEO-	
BRIAN (Signature) (Capacity of Signer) BRIAN MALLANEN	

DOS-1560-f-I (Rev. 07/11)

(Name of Signer)

CERTIFICATE OF AMENDMENT

OF

Surgery for the Poor, Inc.

(Insert Name of Foreign Corporation)

Under Section 1309 of the Not-for-Profit Corporation Law

Filer's Name Greg Lam, Attorney c/o Copilevitz & Canter, LLC

Address 310 W. 20th Street, Suite 300

City, State and Zip Code Kansas City, MO 64108

NOTE: This form was prepared by the New York State Department of State. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores. The Department of State recommends that all documents be prepared under the guidance of an attorney. Please be sure to review Section 1309(c) and Section 404 of the Not-for-Profit Corporation Law to determine if any consents or approvals are required to be attached to this certificate of amendment. The certificate must be submitted with a \$30 filling fee.

For Office Use Only

"State of Delaware Secretary of State Division of Corporations Delivered 10:00 AM 04/18/2012 FILED 10:00 AM 04/18/2012 SRV 120448397 - 4949958 FILE

STATE OF DELAWARE CERTIFICATE OF AMENDMENT (A CORPORATION WITHOUT CAPITAL STOCK)

organized and existing under the laws of the State of Delaware, hereby certifies as

The corporation, Surgery for the Poor, Inc.

follows:
(1) That at a meeting a vote of the members of the governing body was taken for and against the amendment to the Certificate of Incorporation, said Amendment being as follows: see attached amended Article First amending the purpose of the Corporation.
(2) That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.
IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 13 day of April , A.D. 12. By: Authorized Officer Name: BRIAN MULLANCY Print or Type

Articles of Amendment Articles of Incorporation Surgery for the Poor, Inc. p.2

Articles First and Third of the Articles of Incorporation are hereby amended as follows:

FIRST: The name of the Corporation is WonderWork, Inc.

THIRD: The Corporation shall be operated exclusively for charitable and educational purposes within the meaning of 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter by amended ("the Code"). The purposes for which the Corporation is formed are to provide treatment, surgery, and related assistance to children and adults everywhere, including those in developing countries, suffering from disease, illness, or disability, including but not necessarily limited to blindness, club foot, hydrocephalus, pediatric cardiac surgery, and burns; and to further support medical institutions and other charitable organizations engaged in the provision of these services; as well as to educate doctors and the public on potential treatments and surgical techniques, and creating general awareness of these disabilities and available treatments.

The Corporation shall be a nonprofit corporation and may engage in all lawful activities for which nonprofit corporations may be organized under the General Corporation Law of Delaware and shall further be authorized to engage in other charitable and educational activities consistent with an organization exempt from Federal Income Taxation under §501(c)(3) of the Internal Revenue Code, including provision of assistance and funds to other § 501(c)(3) organizations.

In furtherance thereof, the Corporation may receive property by gift, devise or bequest, invest or reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for charitable and educations purposes, and engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law.

PAGE 1

State of Belaware

SECRETARY OF STATE DIVISION OF CORPORATIONS P.O. BOX 898 DOVER, DELAWARE 19903 120448397

04-26-2012

9241684

COPILEVITZ & CANTER, LLC.

310 W. 20TH STREET

STE 300

KANSAS CITY

MO 64108

ATTN: DIANE STINE

	DESCRIPTION	AMOUNT
WONDERWOL	RK, INC.	
4949958	0240 Amendment; Domestic	
	Receiving/Indexing	115.00
	Data Entry Fee	5.00
	Court Municipality Fee, Wilm.	20.00
	Surcharge Assessment-New Castle	6.00
	Page Assessment-New Castle Count	27.00
	FILING TOTAL	173.00
	TOTAL PAYMENTS	253.00
	CHARGED TO ACCOUNT	80.00CR

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "SURGERY FOR THE POOR, INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF MARCH, A.D. 2011, AT 10 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4949958 8100

110268316

You may verify this certificate online at corp.delaware.gov/authver.shtml

Jeffrey W. Bullock, Secretary of State

DATE: 03-07-11

PAGE 1

State of Belaware

SECRETARY OF STATE DIVISION OF CORPORATIONS P.O. BOX 898 DOVER, DELAWARE 19903 110268316

03-07-2011

9241684

COPILEVITZ & CANTER, LLC.

310 W. 20TH STREET

SUITE 300

MO 64108

KANSAS CITY ATTN: DIANE STINE

DESCRIPTION	TNUOMA
SURGERY FOR THE POOR, INC.	Ì
4949958 0102 Incorp Delaware Non-Stock	
Incorporati	on Fee 15.00
Receiving/In	
Certificati	
Data Ent	ry Fee 5.00
Court Municipality Fee,	Wilm. 20.00
Surcharge Assessment-New	Castle 6.00
Page Assessment-New Castle	Count 27.00
Expedite Fee, 2	4 Hour 50.00
FILING	F TOTAL 198.00
TOTAL PA	YMENTS 198.00
SERVICE REQUEST B	PALANCE .00

State of Delaware Secretary of State Division of Corporations Delivered 10:00 AM 03/07/2011 FILED 10:00 AM 03/07/2011 SRV 110268316 - 4949958 FILE

STATE OF DELAWARE CERTIFICATE OF INCORPORATION

OF

Surgery for the Poor, Inc. A Non-Stock Corporation

The undersigned, for the purpose of forming a non-stock corporation pursuant to §101 of the General Corporation Law of the State of Delaware hereby certifies as follows:

FIRST: The name of the Corporation is Surgery for the Poor, Inc.

SECOND: The address of the registered office of the Corporation is 3411 Silverside Road, Rodney Building #104, County of New Castle, City of Wilmington, Delaware 19810. The name of the registered agent of the Corporation at that address is Corporate Creations Network. Inc.

THIRD: The Corporation shall be operated exclusively for charitable and educational purposes within the meaning of 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter by amended ("the Code"). The purposes for which the Corporation is formed are to provide treatment, surgery, and related assistance to children in developing countries suffering from disease, illness, or malady, including but not necessarily limited to blindness, cleft palate, club foot, hydrocephalus, and burns; and to further support and educate doctors and the public on potential treatments and surgical techniques, as well as creating general awareness of these maladies and available treatments.

The Corporation shall be a nonprofit corporation and may engage in all lawful activities for which nonprofit corporations may be organized under the General Corporation Law of Delaware and shall further be authorized to engage in other charitable and educational activities consistent with an organization exempt from Federal Income Taxation under §501(c)(3) of the Internal Revenue Code, including provision of assistance and funds to other § 501(c)(3) organizations.

In furtherance thereof, the Corporation may receive property by gift, devise or bequest, invest or reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for charitable and educations purposes, and engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law.

FOURTH: The Corporation shall not have authority to issue capital stock.

FIFTH: The Corporation shall not have members.

ARTICLES OF INCORPORATION

SIXTH: The name and mailing address of the incorporator who is to serve as the initial director until the first annual meeting of the Board of Directors or until her successor is elected and qualifies is as follows:

Doris Rieke 300 W. 20th Street Suite 300 Kansas City, Missouri 64108

SEVENTH: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in political campaigns on behalf of any candidate for public office. Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its exempt purposes or not permitted to be carried on by a corporation contribution to which are deductible under section 170 (c)(2) of the Internal Revenue Code.

EIGHTH Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation by distributing those assets exclusively for public charitable use and purposes as shall at the time qualify as exempt from taxation under 501(c)(3) of the Internal Revenue Code and as other than a private foundation under Section 509 (a) of the Internal Revenue Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction for the county in which the principal office of the Corporation is then located, exclusively for charitable and educational purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for charitable and educational purposes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 4th day of March, 2011.

Doris Rieke, Incorporator

ACTION BY SOLE INCORPORATOR OF SURGERY FOR THE POOR, INC.

The undersigned, being the sole incorporator of Surgery for the Poor, Inc., a Delaware nonprofit corporation ("Corporation"), hereby acts as follows:

Articles of Incorporation Corporate Name and Corporate Purpose

WHEREAS, the incorporator of this Corporation has adopted the Articles of Incorporation of Surgery for the Poor, Inc. ("Articles of Incorporation"), which Articles of Incorporation set forth the name and purpose of this Corporation and were filed with the Delaware Secretary of State on March 7, 2011; and

WHEREAS, it is in the best interests of the Corporation to authorize and ratify the adoption and filling of the Articles of Incorporation.

NOW, THEREFORE, IT IS RESOLVED, that the adoption and filing of the Articles of Incorporation, together with the corporate name and purpose which they embody, and each and every other provision set forth therein, hereby are ratified and authorized.

Bylaws

WHEREAS, the incorporator of the Corporation has adopted the Bylaws of Surgery for the Poor, Inc. ("Bylaws") on March 7, 2011, a copy of which has been placed in the official corporate minute book for the Corporation, and

WHERBAS, It is in the best interests of the Corporation to authorize and ratify the adoption of the Bylaws.

NOW, THEREFORE, IT IS RESOLVED, that the adoption of the Bylaws, together with those Bylaws and each and every provision set forth therein, hereby is ratified and authorized.

Appointment of First Directors

WHERBAS, the business and affairs of the Corporation must be managed by, and all corporate powers exercised by or under the ultimate direction of, a Board of Directors;

WHERBAS, it is in the best interests of the Corporation that the Corporation appoint a first Board of Directors to take effective immediately upon acceptance and filing of the Articles of Incorporation by the Delaware Secretary of State to serve until they are replaced or reelected in accordance with the Bylaws of the Corporation;

WHERBAS, the undersigned appoints the following persons as the first Directors of this Corporation and acknowledges that each has accepted said appointment:

Brian Mullancy Theodore Dysart Ravi Kant

NOW, THEREFORE, IT IS RESOLVED, that the following persons are hereby appointed as the first Directors of this Corporation, which appointment shall be effective March 3, 2011:

Brian Mullancy Theodore Dysart Ravi Kant

FURTHER RESOLVED, that Brian Mullaney shall serve as the first President of the Corporation, and as such has the authority to sign any and all legal documents for and on behalf of the Corporation. Theodore Dysart shall serve as the initial Secretary/Treasurer, and shall have authority to sign or countersign legal documents on behalf of the Corporation, binding the Corporation to any obligations arising thereunder.

Consent of Sole Incorporator

The incorporator of the Corporation, signing below and acting on her own behalf, hereby consents to the adoption of each of the recitals and resolutions set forth above.

Dated: March 8, 2011

Doris Rieke; Incorporator

Resignation of Sole Incorporator

The incorporator of the Corporation, signing below and acting on her own behalf, has completed so much of the incorporation and organization of the Corporation as such person believes to be necessary. Such person resigns as the incorporator of this Corporation as of the date set forth below opposite such person's signature.

Dated: March 8, 2011

samp grénal méachtreach

Surgery for the Poor, Inc. Conflict of Interest Questionnaire

Surgery for the Poor (the "Organization") requires each board member, officer and key employee annually (1) to review the Organization's Conflict of Interest Policy (the "Policy"); (2) to disclose any possible personal, familial, or business relationship that reasonably could give rise to a conflict of interest or the appearance of a conflict of interest; and (3) to acknowledge by his or her signature that he or she is acting in accordance with the letter and spirit of such Policy.

The information provided on this form shall be available for inspection by members of the Board and the Organization's legal counsel, but shall otherwise be held in confidence except when, after consultation with the applicable board member, officer or key employee, the Board determines that the Organization's best interest would be served by disclosure.

Please respond to the following questions to the best of your knowledge,

1. Please list all corporations, partnerships, associations or other organizations of which you are an officer, director, trustee, partner or employee and describe your affiliation with such entity.

2. Please list all corporations, partnerships, or other entities in which you have a material financial interest as defined in the Policy.

3. Please list all business dealings that you, your family members and/or entities listed in paragraphs 1-2 above have had with the Organization in the past year.

Use continuation sheets, if needed, to provide more detailed answers to any of the questions.

4.	Please list any proposed business dealings between the Organization and you.
	your family members and/or entities listed in paragraphs 1-2 above. Describe
	each such relationship listed and the actual and potential financial benefits as
	you can best estimate them.

5. Are you aware of any other relationships, arrangements, transactions or matters which could create a conflict of interest or the appearance of conflict? If so, please describe.

I have received and read the Policy. I am currently, and agree to remain, in compliance with the Policy.

Signature

COPY OF WITHIN PAPER RECEIVED

MAY 2 1 2012

NYS EFFICE OF THE ATTORNEY GENERAL CHARITIES BUREAU

REGISTRATION OF TRADE, BUSINESS & FICTITIOUS NAME CERTIFICATE

County: New Castle 🗹	Kent [Sussex	
TRADE NAME: BurnRe	scue		······································
Business Address: 420	Fifth Avenue, 2	27th Floor	,
Nev	v York, New Yo	ork 10018	
Phone Number: (212)	729-1855	•	
Person, Firm or Associati WonderWork, Inc.		y, if applicable):	no non anciento con casa constante y
Names and addresses of	ALL owners, mem	bers, or partners comprising the business:	23
Last Name	First Name	Address	
See attached list.	4		N 5
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			מציון ר
			43,7%
Date of Formation: 3/7/	11		<u></u>
Nature of Business:Cha	aritable Service O	rganization	
State of Dee Vork		•	
County New Vork		·	
	per, a Notary Public	of the State of Hose Fuels, personally	/ appeared
		ficate, who, having first been sworn by me according	• •
depose and say as follows:		,	•
1. He/She is a principal in	the business descri	bed in the certificate.	
2. That the foregoing info	rmation provided in t	the certificate is true, correct, and complete.	•
IFIED AS A TRUE COF ST SHARON AGNEW HONOTARY	γ	Affant tucks	
SOULS MORE	nt.do	Title: CFO	
SWORN AND SUBSCRIBED th	is 6 day of	_Avort ,20/2.	•
		B AHOS	
		Notary Public	-
	ſ	BARRY A KORNBLUM Print Form OTARY PUBLIC-STATE OF NEW YOR	Kulond 14 ton
	L.	No. 01KO4909806	(6Alaea 11/0a
•	•	Canada in the Man dan Carreta	

My Commission Expires October 26, 20

List of Officers and Directors of WonderWork, Inc.

Brian Mulianey 420 5th Avenue, 27th Floor New York, New York 10018

Chief Executive Officer/Director

Hana Fuchs 420 5th Avenue, 27th Floor New York, New York 10018

Chief Financial Officer

Theodore Dysart 420 5th Avenue, 27th Floor New York, New York 10018

Secretary/Treasurer/Director

Ravi Kant 420 5th Avenue, 27th Floor New York, New York 10018

Director

Page:

RECEIPT

State of Delaware

Receipt Number:

SCU753417

Date: 27-AUG-2012 FICT NAME:BURNRESCUE

Cashier:

SCMORDEN

Comment:

COPILEVITZ & CANTER LLC

Payor: Address:

Quantity Description Amount

1 REGISTRATION-FICTITIOUS NAME 25.00
CHKNO#47893 -25.00

Total Fees:

25,00

Total Payment:

25.00

REGISTRATION OF TRADE, BUSINESS & FICTITIOUS NAME CERTIFICATE

Dusiness Address;	20 Fifth Avenue, 27th	Floor
N	ew York, New York 1	0018
Phone Number: <u>(212</u>	<u>)</u> 729-1855	
•	ation (Parent Company, if a	pplicable):
WonderWork, Inc.	Ny igenaminana mpiantana ny taona ao amin'ny taona ao	
Names and addresses	of ALL owners, members,	or partners comprising the business:
Last Name	First Names	RAddress.
See attached list.	928 ii tiisid dibaqaalka kirada wabatiida akka kasaana da tugaa ga	
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**************************************		<u> </u>
•		in a
Date of Formation: _3		
State of Now York County Now York BEFORE ME/the Subs	criber, a Notary Public of the	he State of for fuck, personally appear, who, having first been sworn by me according to law
a principal in the business		
		•
depose and say as follows 1. He/She is a principa	s: vi in the business described in	
depose and say as follows 1. He/She is a principa	s: vi in the business described in	n the certificate. ertificate is true, correct, and complete.
depose and say as follows 1. He/She is a principa 2. That the foregoing in TIFIED AS A TRUE EST SHARON AGNI	s: In the business described in formation provided in the ce COPY EW	
depose and say as follows 1. He/She is a principa 2. That the foregoing in TIFIED AS A TRUE EST SHARON AGNI THONOTARY	s: In the business described in formation provided in the ce COPY EW	
depose and say as follows 1. He/She is a principa 2. That the foregoing in RTIFIED AS A TRUE EST SHARON AGNI OTHONOTARY DEAD LILLS	in the business described in the cecopy	Affiant
depose and say as follows 1. He/She is a principa 2. That the foregoing in TIFIED AS A TRUE EST SHARON AGNI THONOTARY DEN LL	in the business described in the cecopy	Affiant Title: 4012.
depose and say as follows 1. He/She is a principa 2. That the foregoing in TIFIED AS A TRUE EST SHARON AGNI THONOTARY DEN LL	in the business described in the cecopy	Affiant Title:
depose and say as follows 1. He/She is a principa	in the business described in the centre of t	Affiant Title: 4012.

My Commission Expires October 26, 20/2

List of Officers and Directors of WonderWork, Inc.

Brian Mullaney 420 5th Avenue, 27th Floor New York, New York 10018

Chief Executive Officer/Director

Hana Fuchs 420 5th Avenue, 27th Floor New York, New York 10018

Chief Financial Officer

Theodore Dysart 420 5th Avenue, 27th Floor New York, New York 10018

Secretary/Treasurer/Director

Ravi Kant 420 5th Avenue, 27th Floor New York, New York 10018

Director

Page: 1

RECEIPT

State of Delaware

Receipt Number:

SCU753416

Date:

Date: 27-AUG-2012 FICT NAME:FIRSTSTEP

Cashier:

SCMORDEN

Comment:

Payor: COPILEVITZ & CANTER LLC

Address:

Quantity	Description	Amount
. 1	REGISTRATION-FICTITIOUS NAME CHKNO#47894	25.00 -25.00

Total Fees: 25.00

Total Payment: 25.00

REGISTRATION OF TRADE, BUSINESS & FICTITIOUS NAME CERTIFICATE

County : New Castle ✓	Kent Sussex			
TRADE NAME: 20/20/	20			
Business Address: 42	0 Fifth Avenue, 27th F	loor		
Ne	w York, New York 10	018		
Phone Number: (212)	729-1855			
	tion (Parent Company, if app	olicable) :		
WonderWork, Inc.				
Names and addresses o	f ALL owners, members, o	r partners comprising the business:		
Last Name	First Name	Address		
See attached list.			2013	<u> </u>
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			4	-
Date of Formation: <u>3/7</u>	7/11		9	E.
Nature of Business: Ch	naritable Service Organiza	ation		
State of New York				
County Lings				
DEFORE ME the Cuber	dhou a Natau Dalla af the	State of New York, person		
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depose and say as follows:		ho, having first been sworn by me accor	raing to i	aw did
•	in the business described in the	ao cortificato		
		ficate is true, correct, and complete.		
2. That the volegoing line	ormadori provided in the certi	meate is true, correct, and complete.		٠
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:57: 8HARONAGNI		Affiant		
	a v v	Title: LFO		
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YORN AND SUBSCRIBED t	this day ofa	11/	1	
ALEKSANDR EY	ZNER	Melhorida	fp	
Notary Public, State of No. 01EY6177	f New York 091	Notary Public	•	
Qualified in Kings (Commission Expires 1	County 1/05/2015 Print	Form	Revise	d 11/09

BY

WON-EX 013284

Revised 11/09

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Board of Directors	ırs							
Brian Mullaney Theodore Dysart Ravi Kant	Co-founder and CEO Secretary/Treasurer Director	Email Co-founder and CEO brian@surgery4thepoor.org Secretary/Freasurer tdysart@heidrick.com Director ravikant@tatamotors.com	Address for Form 990 420 5th Ave. 27th floor 420 5th Ave. 27th floor 420 5th Ave. 27th floor	Home Address NY, NY 10018 64 Parker's Glen NY, NY 10018 233 South Wack NY, NY 10018 24 Homi Mody S	NY, NY 10018 64 Parker's Glen NY, NY 10018 233 South Wacker Drive NY, NY 10018 24 Homi Mody Street	New Canaan Suite 7000 Chicago Mumbai	CT 06840 IL 60600 400 001 India	06840 60606 India
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Officers Surgery to	Officers Surgery for the Poor, Inc. / WonderWork, Inc.	derWork, Inc.						
Brian Mullaney Hana Fuchs	CFO	Co-founder and CEO brian@surgery4thepoor.org	420 5th Ave. 27th floor	NY, NY 10018 64 Parker's Glen	64 Parker's Glen	New Canaan CT	CT	06840
)	jjconeys@gmail.com	720 Jul AVC. 27 til 11001	141,141 10010	in 1, in 1 10016 ou riverside Drive	New York	× Z	10024
J. J. Coneys	Director		420 5th Ave. 27th floor	NY, NY 10018	NY, NY 10018 6 Gaston Farm Road	Greenwich	CI	6831

Page:

RECEIPT

State of Delaware

Receipt Number: SCU756859

Date: 25-JAN-2013

FICT NAME: 20/20/20 Cashier: SCSTAKIM

Comment:

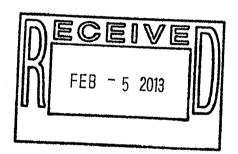
Payor: COPILEVITZ & CANTER LLC

Address:

Quantity Description 1 REGISTRATION-FICTITIOUS NAME 25.00 -25.00 CHK# 54544

> Total Fees: 25.00

Total Payment: 25.00





February 19, 2013

ովիմը Մեխմիկը հենգինոյ (իր Մյոյիը Միիլիկի իրիկիկիկ)

MOLLIE TOOMEY 20/20/20 PO BOX 96669 WASHINGTON DC 20090-6669

Dear MOLLIE TOOMEY:

I am pleased to inform you that your application to mail at the Nonprofit Standard Mail prices is approved. The following is your record of authorization to mail at the Nonprofit Standard Mail prices of postage:

AUTHORIZED ORGANIZATION NAME: 20/20/20

AUTHORIZATION NUMBER: 1717014

AUTHORIZED EFFECTIVE DATE: 02/19/2013

CONTACT NAME: MOLLIE TOOMEY PHONE NUMBER: (212)390-1544

ADDRESS:

420 5TH AVE FL 27 NEW YORK NY 10018

OPTIONAL MAILING ADDRESS:

PO BOX 96669

WASHINGTON DC 20090

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The mailing standards referenced above are available on Postal Explorer at http://pe.usps.com.

Sincerely,

Gregory Hall Manager

PCSC:NP:LDC:1717014

PO Box 3623 New York, NY 10008-3623 212-330-5350 Fax 212-330-5330 NonprofitPCSC@usps.gov

Form 1023 (Rev. June 2006) Department of the Treasury Internal Revenue Service

Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code

OMB No. 1545-0056

Note: If exempt status is approved, this application will be open for public inspection.

Use the instructions to complete this application and for a definition of all bold items. For additional help, call IRS Exempt Organizations Customer Account Services toll-free at 1-877-829-5500. Visit our website at www.irs.gov for forms and publications. If the required information and documents are not submitted with payment of the appropriate user fee, the application may be returned to you.

Attach additional sheets to this application if you need more space to answer fully. Put your name and EIN on each sheet and identify each answer by Part and line number. Complete Parts I - XI of Form 1023 and submit only those Schedules (A through H) that apply to you.

Pa	Identification of Applicant						
1	Full name of organization (exactly as it appears in your organizing d	locument)	2 c/o Name (if	applica	able)		
Sur	gery for the Poor, Inc.		Brian Mullaney				
3	Mailing address (Number and street) (see instructions)	Room/Suite		cation N	umber	(EIN)	
343	Duck Pond Road			27-41	50217	,	
	City or town, state or country, and ZIP + 4		5 Month the annua				ds (01 - 12)
Loc	ust Valley, New York 11560		6				. ,
6	Primary contact (officer, director, trustee, or authorized represer	ntative)		********			
	a Name:Brian Mullaney		b Phone:	91	7-902	2-755	0
			c Fax: (optional)			<u> </u>
8	Are you represented by an authorized representative, such as an provide the authorized representative's name, and the name and representative's firm. Include a completed Form 2848, Power of A Representative, with your application if you would like us to common was a person who is not one of your officers, directors, trustees,	address of t Attorney and municate wit employees.	the authorized Declaration of h your representa or an authorized	tive.		Yes	□ No
	representative listed in line 7, paid, or promised payment, to help the structure or activities of your organization, or about your finan provide the person's name, the name and address of the person's promised to be paid, and describe that person's role.	icial or tax m	natters? If "Yes."	about			
9a	Organization's website: none yet						
	Organization's email: (optional)						
10	Certain organizations are not required to file an information return are granted tax-exemption, are you claiming to be excused from f"Yes," explain. See the instructions for a description of organization of properties of the second s	filina Form 9	90 or Form 990-F	77 If		Yes	Ø No
11	Date incorporated if a corporation, or formed, if other than a corporation	oration. (N	MM/DD/YYYY)	03 /	07	/	2011
12	Were you formed under the laws of a foreign country? If "Yes," state the country.					Yes	Ø No
or P	Paperwork Reduction Act Notice, see page 24 of the instructions	Cat	No. 171221		Form '	1023	/D 4 0000

Part IX Financial Data

For purposes of this schedule, years in existence refer to completed tax years. If in existence 4 or more years, complete the schedule for the most recent 4 tax years. If in existence more than 1 year but less than 4 years, complete the statements for each year in existence and provide projections of your likely revenues and expenses based on a reasonable and good faith estimate of your future finances for a total of 3 years of financial information. If in existence less than 1 year, provide projections of your likely revenues and expenses for the current year and the 2 following years, based on a reasonable and good faith estimate of your future finances for a total of 3 years of financial information. (See instructions.)

_			A. Statement	of Revenues and	Expenses			
	Type of revenue or expense Current tax year 3 prior tax years or 2 succeeding tax years							
Revenues			(a) From 1/2011 To 6/2011	(b) From 6/2012 To 6/2012	(c) From 6/2013 To 12/2201	(d) From	(e) Provide Total for (a) through (d)	
	1	Gifts, grants, and contributions received (do not include unusual grants)	2,000,000	5,000,000	10,000,000		17,000,000	
	2	Membership fees received					,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
	3	Gross investment income		1,000,000	1,000,000		2,000,000	
	4	Net unrelated business income						
	5	Taxes levied for your benefit						
	6	Value of services or facilities furnished by a governmental unit without charge (not including the value of services generally furnished to the public without charge)						
	7	Any revenue not otherwise listed above or in lines 9–12 below (attach an itemized list)						
	8	Total of lines 1 through 7	2,000,000	6,000,000	11,000,000		19,000,000	
	9	Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to your exempt purposes (attach itemized list)	·					
	10	Total of lines 8 and 9						
	11	Net gain or loss on sale of capital assets (attach schedule and see instructions)						
	12	Unusual grants						
	13	Total Revenue Add lines 10 through 12	2,000,000	6,000,000	11,000,000		19,000,000	
	14	Fundralsing expenses	100,000	500,000	1,000,000			
Expense	15	Contributions, gifts, grants, and similar amounts paid out (attach an itemized list)	1,000,000	4,250,000	7,000,000	7		
	16	Disbursements to or for the benefit of members (attach an itemized list)						
	17	Compensation of officers, directors, and trustees	0	0	0	,		
	18	Other salaries and wages	500,000	1,000,000	1,500,000			
	19	Interest expense						
	20	Occupancy (rent, utilities, etc.)	50,000	100,000	100,000			
	21	Depreciation and depletion						
	22	Professional fees	50,000	50,000	50,000			
	23	Any expense not otherwise classified, such as program services (attach itemized list)	300,000	100,000	100,000			
		Total Expenses Add lines 14 through 23	2,000,000	6,000,000	9,750,000	34		

Form 1023 (Rev. 8-2006)

		Surgery for the Poor, Inc.	EIN: 27 -	EIN: 27-4159217			Page 2		
You	organizational Structure must be a corporation (including a limited liability company), an unincorporated association, or a trust to be tax exes instructions.) DO NOT file this form unless you can check "Yes" on lines 1, 2, 3, or 4.								
1	Are you a corporation? If "Yof filing with the appropriate be sure they also show state	Yes," attach a copy of your articles a state agency. Include copies of an a filing certification.	of incorporation showing certification of incorporation showing certification of incorporations and incorporation of incorporation showing certification of incorporation incorporation showing certification of incorporation incorporation in the incorporation of incorporation of incorporation in the incorporation of incorporation in the incorporation of incorporation in the incorporation of incorporation of incorporation in the incorporation of incorporation in the incorporation of incorporat	on 🗹	Yes		No		
2	Are you a limited liability company (LLC)? If "Yes," attach a copy of your articles of organization showing certification of filing with the appropriate state agency. Also, if you adopted an operating agreement, attach a copy. Include copies of any amendments to your articles and be sure they show state filing certification. Refer to the Instructions for circumstances when an LLC should not file its own exemption application.						No		
3	Are you an unincorporated constitution, or other similar include signed and dated co	association? If "Yes," attach a cop organizing document that is dated pies of any amendments.	y of your articles of association, and includes at least two signatures	. 🗆	Yes	Ø	No		
	and dated copies of any ame	ach a signed and dated copy of yo endments. ," explain how you are formed withou		_	Yes Yes	Ø	No		
5		If "Yes," attach a current copy show			Yes		No No		
Pai	t III Required Provision	ns in Your Organizing Docume	nt						
to mo	eet the organizational test under not meet the organizational test nal and amended organizing doct	to ensure that when you file this applic section 501(c)(3). Unless you can chec . DO NOT file this application until you uments (showing state filing certification	k the boxes in both lines 1 and 2, your nu have amended your organizing don n if you are a corporation or an LLC) wi	organizi cument. th your a	ng doci Submi	ument	sions		
1	Section 501(c)(3) requires that your organizing document state your exempt purpose(s), such as charitable, religious, educational, and/or scientific purposes. Check the box to confirm that your organizing document meets this requirement. Describe specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document. Refer to the instructions for exempt burpose language. Location of Purpose Clause (Page, Article, and Paragraph): Article Third								
	Section 501(c)(3) requires that upon dissolution of your organization, your remaining assets must be used exclusively for exempt purposes, such as charitable, religious, educational, and/or scientific purposes. Check the box on line 2a to confirm that your organizing document meets this requirement by express provision for the distribution of assets upon dissolution. If you rely on state law for your dissolution provision, do not check the box on line 2a and go to line 2c.								
		d the box on line 2a, specify the location of your dissolution clause (Page, Article, and Paragraph). lete line 2c if you checked box 2a. Article Eighth							
	See the instructions for information about the operation of state law in your particular state. Check this box if you rely on operation of state law for your dissolution provision and indicate the state:								
Par	Narrative Descripti	on of Your Activities							
this ir applic detail:	nformation in response to other parties, You station for supporting details, You so this narrative. Remember the iption of activities should be thor	ast, present, and planned activities in a larts of this application, you may summ may also attach representative copies at if this application is approved, it will lough and accurate. Refer to the instruc-	arize that information here and refer to of newsletters, brochures, or similar do be open for public inspection. Therefore ctions for information that must be inclu	the spec cuments s, your n ded in y	cific pa s for su arrative our de:	rts of ti pportir	he ig		
Par	Compensation and Employees, and Inc	Other Financial Arrangements dependent Contractors	With Your Officers, Directors	Trust	ees,				
	total annual compensation, or other position. Use actual figure	ng addresses of all of your officers, di proposed compensation, for all services, if available. Enter "none" if no comon the instructions for information on v	es to the organization, whether as an pensation is or will be paid. If addition	officer.	employ	ree or			
Name		Title	Malling address		nsation actual o		ated)		
See a	attached Exhibit C								
					-		-		

Form **1023** (Rev. 6-2006)

c Do you or will you document in writing the date and terms of approved compensation arrangements?

Form 1023 (Rev. 6-2006)

For		EIN: 27-41	5921	7		Page 4
Pa	Compensation and Other Financial Arrangements With Your Officers, Employees, and Independent Contractors (Continued)	Directors,	Trus	stees,		
•	Do you or will you record in writing the decision made by each individual who decided o compensation arrangements?	voted on	Z	Yes] No
•	Do you or will you approve compensation arrangements based on information about compensations imilarly situated taxable or tax-exempt organizations for similar services, current compensations for by independent firms, or actual written offers from similarly situated organizations? Finstructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensations.	on surveys Refer to the		Yes] Ио
1	Do you or will you record in writing both the information on which you relied to base you and its source?	decision	Ø	Yes] No
g	If you answered "No" to any Item on lines 4a through 4f, describe how you set compensa reasonable for your officers, directors, trustees, highest compensated employees, and highest independent contractors listed in Part V, lines 1a, 1b, and 1c.	ition that is ghest				
5a	Have you adopted a conflict of interest policy consistent with the sample conflict of interior in Appendix A to the instructions? If "Yes," provide a copy of the policy and explain how has been adopted, such as by resolution of your governing board. If "No," answer lines 5	the policy		Yes] No
b	What procedures will you follow to assure that persons who have a conflict of interest will influence over you for setting their own compensation?	l not have				
C	What procedures will you follow to assure that persons who have a conflict of interest will influence over you regarding business deals with themselves?					
	Note: A conflict of interest policy is recommended though it is not required to obtain exert Hospitals, see Schedule C, Section I, line 14.	nption.				
6a	Do you or will you compensate any of your officers, directors, trustees, highest compensated eand highest compensated independent contractors listed in lines 1a, 1b, or 1c through non-fix payments, such as discretionary bonuses or revenue-based payments? If "Yes," describe all n compensation arrangements, including how the amounts are determined, who is eligible for such arrangements, whether you place a limitation on total compensation, and how you determine to determine that you pay no more than reasonable compensation for services. Refer to the instru Part V, lines 1a, 1b, and 1c, for information on what to include as compensation.	e d on-fixed ch r will		Yes	Ø	No
b	Do you or will you compensate any of your employees, other than your officers, directors, or your five highest compensated employees who receive or will receive compensation of \$50,000 per year, through non-fixed payments, such as discretionary bonuses or revenue-payments? If "Yes," describe all non-fixed compensation arrangements, including how the are or will be determined, who is or will be eligible for such arrangements, whether you place a limitation on total compensation, and how you determine or will determine that yo more than reasonable compensation for services. Refer to the instructions for Part V, lines and 1c, for information on what to include as compensation.	more than based amounts ace or will		Yes		No
7a	Do you or will you purchase any goods, services, or assets from any of your officers, direct trustees, highest compensated employees, or highest compensated independent contractilines 1a, 1b, or 1c? If "Yes," describe any such purchase that you made or intend to make whom you make or will make such purchases, how the terms are or will be negotiated at length, and explain how you determine or will determine that you pay no more than fair mealure. Attach copies of any written contracts or other agreements relating to such purchases.	ors listed in a, from arm's		Yes	Ø	No
b	Do you or will you sell any goods, services, or assets to any of your officers, directors, tru highest compensated employees, or highest compensated independent contractors listed 1b, or 1c? If "Yes," describe any such sales that you made or intend to make, to whom you will make such sales, how the terms are or will be negotiated at arm's length, and explain determine or will determine you are or will be paid at least fair market value. Attach copies written contracts or other agreements relating to such sales.	in lines 1a, ou make or		Yes	Ø	No
	Do you or will you have any leases, contracts, loans, or other agreements with your officers trustees, highest compensated employees, or highest compensated independent contractor lines 1a, 1b, or 1c? If "Yes," provide the information requested in lines 8b through 8f.	, directors, 's listed in		Yes	Ø	No
	Describe any written or oral arrangements that you made or intend to make. Identify with whom you have or will have such arrangements.					
	Explain how the terms are or will be negotiated at arm's length.					
	Explain how you determine you pay no more than fair market value or you are paid at least fair marke	t value.				
	Attach copies of any signed leases, contracts, loans, or other agreements relating to such arran					
	Do you or will you have any leases, contracts, loans, or other agreements with any organiz which any of your officers, directors, or trustees are also officers, directors, or trustees, or any individual officer, director, or trustee owns more than a 35% interest? If "Yes," provide information requested in lines 9b through 9f.	in which		Yes		No

	1023 (Rev. 6-2006) Name: Surgery for the Poor, Inc. rt VIII Your Specific Activities (Continued)	EIN: 27-41	59217	7	Pá	age 6
	Do you or will you undertake fundraising? If "Yes," checonduct. (See instructions.)	k all the fundraising programs you do or will	Ø ,	Yes		No
	 ✓ email solicitations ✓ personal solicitations □ vehicle, boat, plane, or similar donations 	phone solicitations accept donations on your website receive donations from another organization's government grant solicitations Other	s webs	site		
	Attach a description of each fundraising program.					
b	Do you or will you have written or oral contracts with any for you? If "Yes," describe these activities, include all rev and state who conducts them. Revenue and expenses shapecified in Part IX, Financial Data. Also, attach a copy of	enue and expenses from these activities nould be provided for the time periods		Yes	Ø	No
С	Do you or will you engage in fundraising activities for other arrangements. Include a description of the organizations of all contracts or agreements.			Yes		No
d	List all states and local jurisdictions in which you conduct jurisdiction listed, specify whether you fundraise for your organization, or another organization fundraises for you.	t fundraising. For each state or local own organization, you fundraise for another				
е	Do you or will you maintain separate accounts for any co the right to advise on the use or distribution of funds? An on the types of investments, distributions from the types donor's contribution account. If "Yes," describe this program be provided and submit copies of any written materials p	swer "Yes" if the donor may provide advice of investments, or the distribution from the ram, including the type of advice that may	· []	Yes	Ø	No
5	Are you affiliated with a governmental unit? If "Yes," expl	lain.		Yes	Ø	No
	Do you or will you engage in economic development? If Describe in full who benefits from your economic develop promote exempt purposes.		<u> </u>	Yes	Ø	No
7a	Do or will persons other than your employees or voluntee each facility, the role of the developer, and any business developer and your officers, directors, or trustees.			/es	Ø	No
	Do or will persons other than your employees or voluntee "Yes," describe each activity and facility, the role of the mrelationship(s) between the manager and your officers, dir	nanager, and any business or family		/es		No
	If there is a business or family relationship between any m directors, or trustees, identify the individuals, explain the r negotiated at arm's length so that you pay no more than t contracts or other agreements.	elationship, describe how contracts are				
	Do you or will you enter into Joint ventures, including par treated as partnerships, in which you share profits and los 501(c)(3) organizations? If "Yes," describe the activities of participate.	ses with partners other than section	□ Y	es .		No
	Are you applying for exemption as a childcare organization ines 9b through 9d. If "No," go to line 10.	n under section 501(k)? If "Yes," answer	□ Y	'es	2	No
	Do you provide child care so that parents or caretakers of employed (see instructions)? If "No," explain how you quain section 501(k).	children you care for can be gainfully alify as a childcare organization described	□ Y	'es	2 1	No
	Of the children for whom you provide child care, are 85% enable their parents or caretakers to be gainfully employed you qualify as a childcare organization described in sectio	d (see instructions)? If "No," explain how	□ Y	'es	Ø 1	No
	Are your services available to the general public? If "No," whom your activities are available. Also, see the instruction childcare organization described in section 501(k).		Ø Y	'es		Vo.
	Do you or will you publish, own, or have rights in music, li scientific discoveries, or other intellectual property? If "Youn any copyrights, patents, or trademarks, whether fees determined, and how any items are or will be produced, d	es," explain. Describe who owns or will are or will be charged, how the fees are	□ Y	es	21	No.

	m 1023 (Rev. 6-2006) Name: Surgery for the Poor, Inc.	27 - 4	15921	7	Page 7
	art VIII Your Specific Activities (Continued)				
11	Do you or will you accept contributions of: real property; conservation easements; closely his securities; intellectual property such as patents, trademarks, and copyrights; works of music licenses; royalties; automobiles, boats, planes, or other vehicles; or collectibles of any type? describe each type of contribution, any conditions imposed by the donor on the contribution any agreements with the donor regarding the contribution.	or art;		Yes	⊠ No
	Do you or will you operate in a foreign country or countries? If "Yes," answer lines 12b thr 12d. If "No," go to line 13a.	ough	Ø	Yes	☐ No
i	Name the foreign countries and regions within the countries in which you operate.				
•	Describe your operations in each country and region in which you operate.				
	Describe how your operations in each country and region further your exempt purposes.				
	Do you or will you make grants, loans, or other distributions to organization(s)? If "Yes," answards through 13g. If "No," go to line 14a.		Ø	Yes	□ No
k	Describe how your grants, loans, or other distributions to organizations further your exempt purpo	ses.			
C	Do you have written contracts with each of these organizations? If "Yes," attach a copy of each co	ontract.		Yes	✓ No
d	I Identify each recipient organization and any relationship between you and the recipient organization	nization.			
е	Describe the records you keep with respect to the grants, loans, or other distributions you m	ake.			
f	Describe your selection process, including whether you do any of the following:				
	(i) Do you require an application form? If "Yes," attach a copy of the form.			Yes	☑ No
	(ii) Do you require a grant proposal? If "Yes," describe whether the grant proposal specifies responsibilities and those of the grantee, obligates the grantee to use the grant funds only purposes for which the grant was made, provides for periodic written reports concerning of grant funds, requires a final written report and an accounting of how grant funds were and acknowledges your authority to withhold and/or recover grant funds in case such fun or appear to be, misused.	for the the use used, ds are,		Yes	Ø No
g	Describe your procedures for oversight of distributions that assure you the resources are use further your exempt purposes, including whether you require periodic and final reports on the resources.	d to use of			
14a	Do you or will you make grants, loans, or other distributions to foreign organizations? If "Yes, answer lines 14b through 14f. If "No," go to line 15.	•	Ø	Yes	□ No
b	Provide the name of each foreign organization, the country and regions within a country in wheach foreign organization operates, and describe any relationship you have with each foreign organization.	ich			
С	Does any foreign organization listed in line 14b accept contributions earmarked for a specific or specific organization? If "Yes," list all earmarked organizations or countries.	country		Yes	☑ No
d	Do your contributors know that you have ultimate authority to use contributions made to you discretion for purposes consistent with your exempt purposes? If "Yes," describe how you relation to contributors.	at your ay this		Yes	□ No
6	Do you or will you make pre-grant inquiries about the recipient organization? If "Yes," describe inquiries, including whether you inquire about the recipient's financial status, its tax-exempt stunder the Internal Revenue Code, its ability to accomplish the purpose for which the resource provided, and other relevant information.	atus	Ø ,	Yes	□ No
	Do you or will you use any additional procedures to ensure that your distributions to foreign organizations are used in furtherance of your exempt purposes? If "Yes," describe these proceincluding site visits by your employees or compliance checks by impartial experts, to verify the funds are being used appropriately.	dures, at grant		es/es	□ No

****		IN:	27 - 415	921	7	Р	8 egs
Pa	rt VIII Your Specific Activities (Continued)						ugo o
15	Do you have a close connection with any organizations? If "Yes," explain.				Yes	V	No
16	Are you applying for exemption as a cooperative hospital service organization under se 501(e)? If "Yes," explain.	ctio	n		Yes		No
17	Are you applying for exemption as a cooperative service organization of operating educorganizations under section 501(i)? If "Yes," explain.	cati	onal		Yes .	Ø	No
18	Are you applying for exemption as a charitable risk pool under section 501(n)? If "Yes," e	xpla	in.		Yes	D	No
19	Do you or will you operate a school? If "Yes," complete Schedule B. Answer "Yes," wheth operate a school as your main function or as a secondary activity.	er y	ou		Yes		No
20	Is your main function to provide hospital or medical care? If "Yes," complete Schedule C.				Yes	V	No
21	Do you or will you provide low-income housing or housing for the elderly or handicappe "Yes," complete Schedule F.	d? I	f		Yes		No
22	Do you or will you provide scholarships, fellowships, educational loans, or other educational individuals, including grants for travel, study, or other similar purposes? If "Yes," complete Schedule H.	al gr	ants to		Yes	Ø	No
	Note: Private foundations may use Schedule H to request advance approval of individual procedures.	gra	nt				

-		41592	17	Page 1
P	art IX Financial Data (Continued)			
	B. Balance Sheet (for your most recently completed tax year)		Year I	ind:
	Assets		(Wh	ole dollars)
1	Cash , , , , ,	1		
2		2		(
3		3		
4	Bonds and notes receivable (attach an itemized list)	4		
5 6	Corporate stocks (attach an itemized list)	5		
7	Loans receivable (attach an Itemized list)	7		(
8	Other investments (attach an itemized list) Depreciable and depletable assets (attach an itemized list)	8		
9	Land	9		
10	Other assets (attach an itemized list)	10		0
11	Total Assets (add lines 1 through 10)	11		
	Liabilities			0
12	Accounts payable	12		0
13	Contributions, gifts, grants, etc. payable	13		0
14	Mortgages and notes payable (attach an itemized list)	14		0
15	Other liabilities (attach an itemized list)	15		0
16	Total Liabilities (add lines 12 through 15)	16		0
17	Fund Balances or Net Assets			•
18	Total fund balances or net assets	17		0
19	Have there been any substantial changes in your assets or liabilities since the end of the period		Yes	₩ No
	shown above? If "Yes," explain.	لـــا	162	EJ 140
	rt X Public Charity Status X is designed to classify you as an organization that is either a private foundation or a public charit			
dete	more favorable tax status than private foundation status. If you are a private foundation, Part X is desemble whether you are a private operating foundation. (See instructions.) Are you a private foundation? If "Yes," go to line 1b. If "No," go to line 5 and proceed as instructed.		o furti Yes	ner 🗹 No
b	If you are unsure, see the instructions. As a private foundation, section 508(e) requires special provisions in your organizing document in addition to those that apply to all organizations described in section 501(c)(3). Check the box to confirm that your organizing document meets this requirement, whether by express provision or by reliance on operation of state law. Attach a statement that describes specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document or by operation of state law. See the instructions, including Appendix B, for information about the special provisions that need to be contained in your organizing document. Go to line 2.			
2	Are you a private operating foundation? To be a private operating foundation you must engage directly in the active conduct of charitable, religious, educational, and similar activities, as opposed to indirectly carrying out these activities by providing grants to individuals or other organizations. If "Yes," go to line 3. If "No," go to the signature section of Part XI.		Yes	□ No
3	Have you existed for one or more years? If "Yes," attach financial information showing that you are a private operating foundation; go to the signature section of Part XI. If "No," continue to line 4.		Yes	□ No
4	Have you attached either (1) an affidavit or opinion of counsel, (including a written affidavit or opinion from a certified public accountant or accounting firm with expertise regarding this tax law matter), that sets forth facts concerning your operations and support to demonstrate that you are likely to satisfy the requirements to be classified as a private operating foundation; or (2) a statement describing your proposed operations as a private operating foundation?		Yes	□ No
5	If you answered "No" to line 1a, indicate the type of public charity status you are requesting by checking of You may check only one box.	ne of th	e choi	ces below.
	The organization is not a private foundation because it is:			
a	509(a)(1) and 170(b)(1)(A)(i)—a church or a convention or association of churches. Complete and attach S	ichedul	e A.	
	509(a)(1) and 170(b)(1)(A)(ii)—a school. Complete and attach Schedule B.			
	509(a)(1) and 170(b)(1)(A)(iii)—a hospital, a cooperative hospital service organization, or a medical resorganization operated in conjunction with a hospital. Complete and attach Schedule C.	•		
d	509(a)(3)—an organization supporting either one or more organizations described in line 5a through c, or a publicly supported section 501(c)(4), (5), or (6) organization. Complete and attach Schedule D.	f, g, o	rh	

Public Charity Status (Continued) 6 S09(a)(1) and 170(b)(1)(A)(i)—an organization operated exclusively for testing for public safety, 7 S09(a)(1) and 170(b)(1)(A)(i)—an organization operated for the benefit of a college or university that is owned or operated by a governmental unit, 9 S09(a)(1) and 170(b)(1)(A)(i)—an organization that receives a substantial part of its financial support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public. h S09(a)(2)—an organization that normally receives not more than one-third of its financial support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions). 1 A publicly supported organization, but unsure if it is described in 5g or 5h. The organization would like the IRS to decide the correct status. 6 If you checked box g, h, or I in question 5 above, you must request either an advance or a definitive ruling by selecting one of the boxee bown. Refer to the instructions to determine which type of ruling you are eligible to receive, a Request for Advance Ruling: By checking this box and signing the consent, pursuant to section 650 (6)(4) of the Code you request an advance ruling part and grare to extent the statuse of limitations on the assessment of the Code you request an advance ruling particle for a charge of the 5vera reduce or uling period of time or issuance). Publication 1036, Extrantify the 7xx you make the right to refuse or limit the extension to a mutually agreed-upon period of time or issual(e). Publication 1035, Extrantify the 7xx you make. You may obtain Publication and period of time or issual(e). Publication 1035, Extrantify the 7xx you make. You may obtain Publication 100 or 100 o		1 1023 (Rev. 6-2006) Name: Surgery for the Poor, Inc.	EIN: 27-4159217	Page 1
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Name: Surgery for the Poor, Inc.

EIN: 27-4159217

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Part XI User Fee Information

You must include a user fee payment with this application. It will not be processed without your paid user fee. If your average annual gross receipts have exceeded or will exceed \$10,000 annually over a 4-year period, you must submit payment of \$750. If your gross receipts have not exceeded or will not exceed \$10,000 annually over a 4-year period, the required user fee payment is \$300. See instructions for Part XI, for a definition of gross receipts over a 4-year period. Your check or money order must be made payable to the United States Treasury. User fees are subject to change. Check our website at www.lrs.gov and type "User Fee" in the keyword box, or call Customer Account Services at 1-877-829-5500 for current information.

1	Have your annual gross receipts averaged or are they e			Yes	Ø No
	If "Yes," check the box on line 2 and enclose a user fee If "No," check the box on line 3 and enclose a user fee				
2	Check the box if you have enclosed the reduced user f	ee payment of \$300 (Subject to change).			
3	Check the box if you have enclosed the user lee payme	ent of \$750 (Subject to change).			Ø
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Exhibit C
Surgery for the Poor, Inc. EIN 27-4159217
Form 1023
Application for Recognition of Exemption

Part IV

Narrative Description of Activities:

Surgery for the Poor, Inc. ("Surgery") was formed to provide free surgery and related medical treatment for poor children in developing countries and to further provide grants and financial support for other organizations that provide free surgery and related medical treatment for poor children in developing countries.

Surgeries will focus on preventable/treatable blindness in children; burns; club foot; hole in the heart; and hydrocephalus (and related neurological disorders). Millions of children who are blind because of cataracts could have 100% of their eyesight restored through a simple, eightminute surgery that costs as little as \$100.

Surgery is also aware of and prepared to practice and support a new treatment that can straighten even the most deformed legs and feet for children in poor countries at a cost of as little as \$250 per treatment. In addition, a surgery called a "release" can give burned children back the use of their fingers, arms, and legs, and can release their heads from their necks when scarring due to burns fuses areas of the body together.

Surgery is also prepared to provide and fund surgeries that can drain the fluid from the brain and eliminate all swelling. Currently, about 90% of children with hydrocephalus never receive surgery and die. Similarly, all children born with the hole-in-the-heart birth defect need a relatively simple, 2-hour surgery that patches up the hole. If they do not have this surgery, they die. The surgery itself comes at a cost of about \$2,000. Millions of children need these various surgical procedures and it is Surgery's goal to provide them or otherwise fund them in as many places as possible.

Surgery will expend 100% of its time and available resources on empowering local doctors in poor areas of the world to assist in supplying these surgical procedures and in funding organizations on the ground in these poor regions that are already working to supply medical care in these stated areas of focus. Surgery has already developed a network of potential partner hospitals in different areas of the world that are both capable and eager to provide these surgeries. Please see further responses below for how Surgery will handle non-domestic services, funding and related activities.

Surgery was formed with the technical support and knowledge of its founder and several others with significant past experience in delivering cleft lip surgeries to poor children in many parts of the world.

Part V

Officers & Directors: following are the names and addresses of the officers and directors of Surgery. None of these individuals receives, or will receive, compensation from the organization for serving as an officer or director.

Brian Mullaney 343 Duck Pond Road, Locust Valley, NY 11560

Theodore Dysart 233 South Wacker Drive, Suite 7000, Chicago, IL 60606

Ravi Kant 24 Homi Mody Street, Mumbai 400 001, India

Each will come with a special knowledge of how to best implement the integrated strategy of Surgery. Brian Mullaney comes from many years of experience and was one of the founders of Smile Train, Inc., an exempt organization providing cleft lip and cleft pallet surgeries to children in poor parts of the world.

Part VIII

4a Do you or will you undertake fundraising?

Surgery hopes to seek financial and in-kind support through personal communications to the public at-large. Those personal communications may also include educational and call to action components of the organization's program. While no formal fundraising program presently has been implemented other than face to face communications from board members, appeals may take place through a number of different mediums, but to date, no specific fundraising program exists or has been implemented. It will also continue to engage in face-to-face communications from its board or volunteers and will seek to use the internet, mail, email and similar communication mediums to raise funds, as well as seeking governmental and foundation assistance through grants.

4d List all states and local jurisdictions in which you conduct fundraising.

Surgery may raise contributions/assistance from entities or residents in any of the fifty United States.

12a-d Do you or will you operate in a foreign country?

Surgery will operate to provide and assist with the provision of surgeries children in the poorest parts of the world. The primary focus of services will be in the countries of India and China. The only operations in which the organization will engage are the provision of free surgery and related medical care for poor children. By providing free surgery and related medical care for poor children in developing countries Surgery will be helping children who would otherwise never be helped.

Do you or will you make grants, loans or other distributions to organization(s)

Surgery will make distributions to organizations with similar purposes that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code or to other organizations that further the tax exempt purposes of Surgery. It has not identified specific recipients yet.

Describe how your grants, loans, or other distributions to organizations further your exempt purposes.

Surgery is a new organization that has not yet made any distributions to other organizations. In the future, any distributions will only be made to other tax exempt organizations or other organizations that further the tax exempt purposes of Surgery, including hospitals, medical providers, charities, and NGO's.

13c Do you have written contracts with each of these organizations?

As stated above, Surgery is a new organization and has not made any distributions to any organizations and, as such, has no contracts with any other organizations at this point in time. In the future, a memo of understanding will be established between Surgery and all distribution recipient organizations. Following best practices in grants management, the memo of understanding will require recipients to annually provide the following:

- A financial report and narrative description of how money from Surgery was spent during the previous year.
- A plan for spending any unspent funds in furtherance of Surgery's goals during the next calendar year.

- Their IRS determination letter of 501(c)(3) status, if applicable, or for other organizations a promise to use the funds in a specific way that furthers the tax exempt purposes of Surgery.
- Other basic steps consistent with exercising expenditure responsibility over funds granted or otherwise distributed to further its purposes to ensure that all funds are used consistent with Surgery's stated tax-exempt purposes. This will include more detailed reports from hospitals and NGO's overeas.

13d Identify each recipient organization and any relationship between you and the recipient organization.

As stated above, this is a new organization and, as such, has no relationship with any other organizations, potential recipients or otherwise.

Describe the records you keep with respect to the grants, loans, or other distributions you make.

See the answer to 13c and f above. In addition, Surgery will keep detailed paper records of all correspondence as well as require all recipients to submit digital patient charts for every surgery that they perform. These charts will be monitored by Surgery personnel for safety and quality assurance purposes. Surgery will also audit partners to ensure the surgeries were performed, proper account is being done and that patients are not being charged for any surgery or related medical care.

13f Describe your selection process.

The organization will select recipients that are 501(c)(3) organizations and other organizations that further its exempt purposes – including hospitals and medical providers that have a past relationship with Surgery's founder in his past experience of working in this precise same field with other organizations. It has not yet developed its specific selection process at this point beyond current relationships. Nonetheless, the organization will perform due diligence investigations on any entity that may potentially receive funds, including, but not necessarily limited to, asking for references, contacting any individuals/entities with knowledge regarding the organization, contacting federal agencies and asking about the entity, and, in some instances, hiring third party private investigator companies to investigate the particular entity.

In addition to the due diligence investigations, the organization also has in place additional safeguards ensuring its resources are expended for its tax exempt charitable purposes. Surgery prohibits in its Articles of Incorporation and in its Financial Disclosure and Conflict of Interest Policy that funds to be used in any way inconsistent with the purposes as described in Section 501(c)(3). As stated above, if Surgery has any doubt with respect to whether a potential recipients ability to use the distributions for purposes consistent with those described in Section 501(c)(3), then it will not provide any resources whatsoever to the organization.

Surgery will also require that the recipient organization enter into a memorandum of understanding (as discussed above) following best practices in grants management. The memo will require that recipients annually provide the following: a financial report and narrative description and other substantiating evidence of how money from Surgery was spent during the previous year; a plan for spending any unspent funds in furtherance with Surgery's goals during the next calendar year; and their IRS determination letter of 501(c)(3) status, or for other organizations a promise to use the funds in a specific way that furthers the tax exempt purposes of Surgery.

14a-f. Do you or will you make grants, loans, or other distributions to foreign organizations?

Surgery will not likely do this other than in connection with direct grants/payments to hospitals and related health care providers in developing countries who can provide the surgeries contemplated by the organization on the ground in those countries. To the extent that any funds are spent in those foreign countries, Surgery will follow the same procedures outlined in the responses to number 13, above, exerting expenditure responsibility and further ensuring that funds are not used to advance any non-charitable purpose, including the support of terrorist activities.

Please see the answers to 13a - f above.

CONFLICT OF INTEREST POLICY

Surgery for the Poor

Conflict of Interest Policy

Surgery for the Poor, Inc. (the "Organization") is a public charity whose Board members, officers and key employees ("Covered Persons") are responsible for serving the public purposes to which it is dedicated. Covered Persons have a duty to conduct the affairs of the Organization in a manner consistent with such purposes and not to advance their personal interests. This conflict of interest policy is intended to permit the Organization and its Covered Persons to identify, evaluate, and address any real, potential, or apparent conflicts of interest that might, in fact or in appearance, call into question their duty of undivided loyalty to the Organization. A conflict of interest is defined as an actual or perceived interest by a Covered Person in an action that results in, or has the appearance of resulting in, personal, organizational, or professional gain. At all times, such persons are prohibited from using their job title or the Organization's name or property, for private profit or benefit.

1. Covered Transactions

This policy applies to transactions between the Organization and a Covered Person, or between the Organization and another party with which a Covered Person has a significant relationship (each, a Covered Transaction.). A Covered Person is considered to have a significant relationship with another party if:

- (a) the other party is a family member, including a spouse, parent, sibling, child, stepchild, grandparent, grandchild, great-grandchild, in-law, or domestic partner;
- (b) the other party is an entity in which the Covered Person has a material financial interest. The determination of what constitutes a material financial interest includes entities in which the Covered Person and all individuals or entities having significant relationships with the Covered Person own, in the aggregate, more than 10%; or
- (c) the Covered Person is an officer, director, trustee, or employee of the other party or is related to persons in (A) above; or

A Covered Transaction also includes any other transaction in which there may be an actual or perceived conflict of interest, including any transaction in which the interests of a Covered Person may be seen as competing with the interests of the Organization (i.e. gifts and/or favors from vendors).

2. Disclosure, Refrain from Influence, and Recusal

When a Covered Person becomes aware of a proposed Covered Transaction, he or she shall have a duty to take the following actions:

- (a) immediately formally disclose the existence and circumstances of such Covered Transaction in writing, either to the Organization's Board of Directors or any applicable committee thereof;
- (b) refrain from using his or her personal influence to encourage the Organization to enter into the Covered Transaction; and
- (c) physically excuse and recuse himself or herself from participation in any discussions or vote regarding the Covered Transaction with directors, officers and employees of the Organization and at meetings of the Board or Board Committee, except to respond to requests for information about the Covered Transaction.

In order to assist the Organization in identifying potential Covered Transactions, each Covered Person annually shall complete a Conflict of Interest Questionnaire provided by the Organization, and shall update such Questionnaire as necessary to reflect changes during the course of the year. Completed Questionnaires shall be available for inspection by any Board member and may be reviewed by the Organization's legal coursel.

3. Standard for Approval of Covered Transactions

The Organization may enter into a Covered Transaction if the Board of Directors or applicable committee thereof determines, without the participation or influence of the Covered Person and based on comparable market data (if applicable), that such transaction is fair and reasonable to the Organization. The Board shall document the basis for its determination in the minutes of the meeting at which the Covered Transaction is considered.

5. Administration of Policy

This policy shall be administered by the Audit Committee of the Board of Directors, or, if determined by resolution of the Board, another applicable committee of the Board. The [Audit Committee] [Board of Directors] shall be responsible for the following:

- (a) reviewing reports regarding conflicts of interest and the initial and annual Conflicts of Interest Questionnaires;
- (b) receiving disclosures of proposed Covered Transactions to determine whether they meet the above-described standard; and
- (c) maintaining minutes and such other documentation as may be necessary and appropriate to document the review of Covered Transactions.

The Board of Directors shall have the sole authority to review the operation of this policy and make changes from time to time as it may deem appropriate.

A copy of this conflict of interest policy shall be furnished to each Board member, officer and key employee who hereafter may become associated with the Organization, in the respective language of the country in which they work or volunteer. New directors, officers and key employees shall be advised of the policy upon undertaking the duties of such office and must receive, sign, and return the initial questionnaire.

FINANCIAL DISCLOSURE AND CONFLICT OF INTEREST POLICY OF SURGERY FOR THE POOR, INC.

ARTICLE I PURPOSE

The purpose of the conflict of interest policy is to protect Surgery for the Poor's (hereinafter "the Corporation") interests when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Corporation or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

ARTICLE II DEFINITIONS

Interested Person: Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined herein, is an interested person.

Financial Interest: A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Corporation has a transaction or arrangement.
- b. A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement.
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article III, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

ARTICLE III CONFLICTS PROCEDURES

1. Duty to Disclose

In connection with any actual or possible conflicts of interest, an Interested Person must disclose the existence and nature of his or her financial interest to the board of directors ("board") considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest, the Interested Person shall leave the board or committee meeting while the financial interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

- a. The chairperson of the board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- b. After exercising due diligence, the board or committee shall determine whether the Corporation can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest.
- c. If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Corporation's best interest and for its own benefit and whether the transaction is fair and reasonable to the Corporation and shall make its decision as to whether to enter into the transaction or arrangement in conformity with such determination.

4. Violations of the Conflicts of Interest Policy

- a. If the board or committee has reasonable cause to believe that a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the response of the member and making such further investigation as may be warranted in the circumstances, the board or committee determines that the member is an Interested Person and has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

ARTICLE IV RECORDS OF PROCEEDINGS

The minutes of the board and all committee with board-delegated powers shall contain:

a. the names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was

present, and the board's or committee's decision as to whether a conflict of interest in fact existed;

b. the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection therewith.

ARTICLE V COMPENSATION PROCEDURES

- a. No Interested Person shall vote on any matter relating to his or her compensation, irrespective of whether said compensation is received directly or indirectly, from the Corporation.
- b. The Corporation shall endeavor to ensure that all compensation arrangements affecting Interested Persons are objectively reasonable, based on the relevant market for persons of comparable skills, training, education and experience and performing similar duties for comparable organizations under similar conditions and circumstances. The Corporation shall consider and give due weight to studies published by third parties regarding rates of compensation whenever and, to the extent that, such studies are reliable and available.

ARTICLE VI STATEMENTS and DISCLOSURE

1. Statements.

Each director, officer and executive level employee shall sign a statement which affirms that such person:

- a. has received a copy of the conflicts of interest policy;
- b. has read and understands the policy;
- c. has agreed to comply with the policy; and
- d. understands that the Corporation is a charitable organization and that in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

2. Disclosure.

Initially upon taking office or upon being hired and periodically thereafter, members of the board of directors, officers and executive level employees shall be

required to complete and provide a financial disclosure and conflict of interest statement in the form attached to this Policy.

ARTICLE VII PERIODIC REVIEWS

To ensure that the Corporation operates in a manner consistent with its charitable purposes and that it does not engage in activities that could jeopardize its status as an organization exempt from federal income tax, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. whether compensation arrangements are objectively reasonable;
- b. whether sales or acquisitions by the Corporation result in inurement or impermissible private benefit;
- c. whether transactions and arrangements with third parties conform to written policies, are properly recorded, reflect reasonably payments for goods and services, further the Corporation's charitable purposes, and do not result in inurement or impermissible private benefit; and
- e. whether the Corporation's expense reimbursement procedures are adequate in terms of required documentation, whether persons seeking reimbursement are complying with these procedures, and whether such expenses relate to furthering the Corporation's charitable purposes and do not result in inurement or impermissible private benefit.

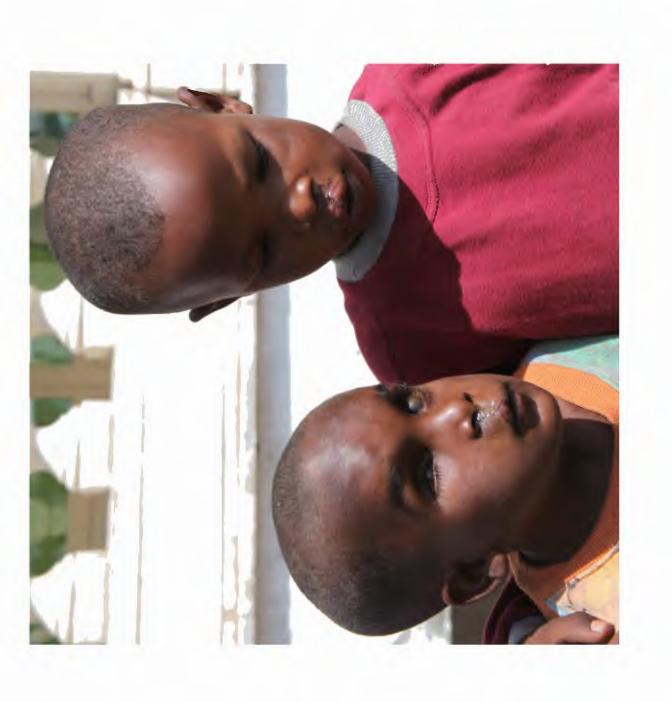
ARTICLE VIII USE OF OUTSIDE EXPERTS

In conducting the periodic reviews provided for herein, the Corporation may, but need not, use outside advisors and consultants. If outside experts are used, their use shall not relieve the board of its responsibility for ensuring that periodic reviews are conducted.

I hereby certify that this is the current	Conflict of Interest Policy of Surgery	for the Poor,
Inc. and is effective as of the date and	l year set forth below.	
	6/21	
	Dated: 5 26	, 2011.
Title: Cocside		
,	•	

EXHIBIT 8

In the developing world..



20 million blind children and adults could have their eyesight restored through a 10-minute surgery that costs \$100.



10 million children crippled with club foot *could* be cured through surgery and treatment that costs \$250.



15 million children injured and deformed from burns could be saved through surgeries that cost \$500.



12 million children dying from hydrocephalus *could* be saved through surgery that costs \$300.



5 million children dying from "hole-in-the-heart" could be saved through surgery that costs \$2,000.



could be saved through very inexpensive surgeries. In the developing world, millions of children

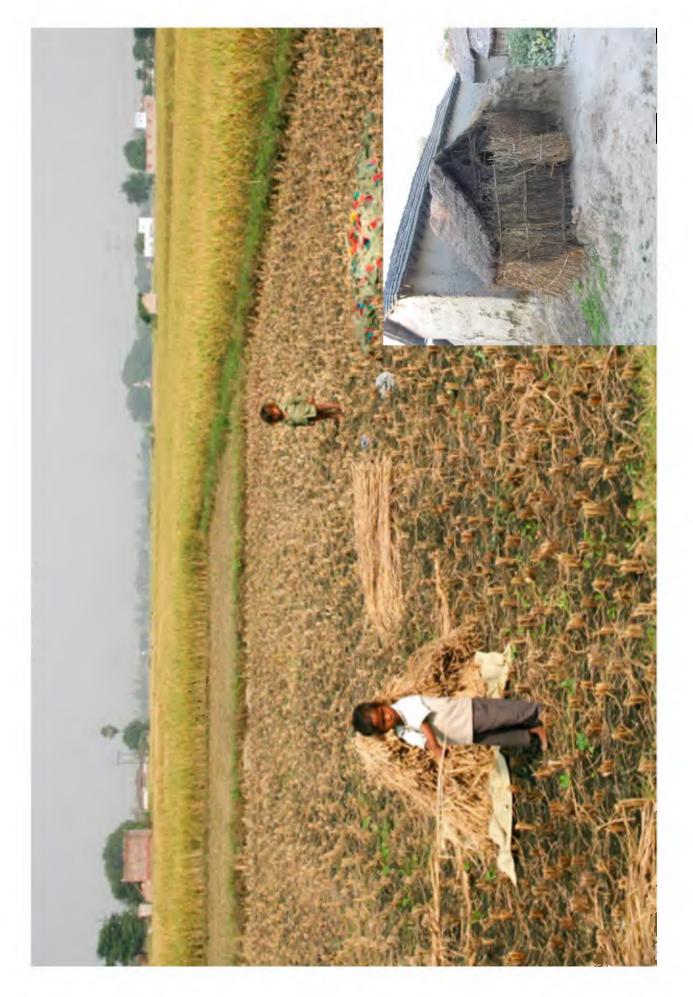
But 99% of these children will never receive surgery.

Because they are poor.





Hundreds of children have been waiting years for surgery in Dadaab, the world's largest refugee camp in Somalia.



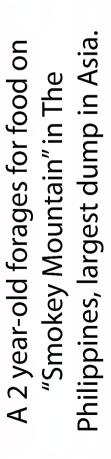
Uttar Pradesh, India, where 3 and 4 year olds work in the fields no one can afford surgery.





In Bangladesh, there are 12 plastic surgeons for 180 million people.



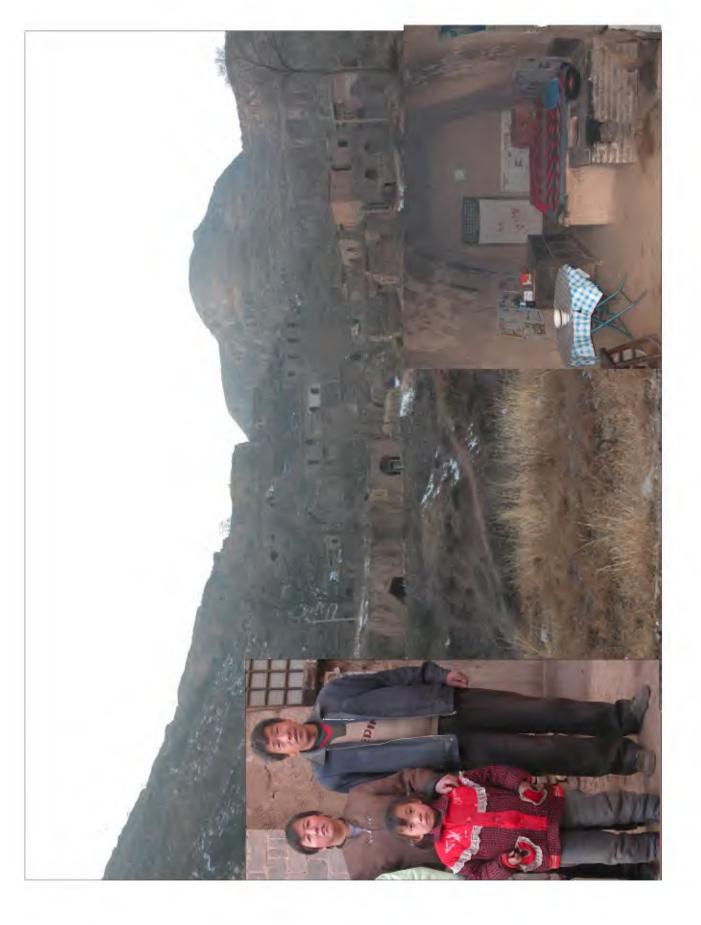




8 year-old orphan with scabies on a smoldering dump, Port Au Prince, Haiti.



your stomach – children are eating cookies made of mud in Cite Soleil, Haiti. To quell hunger pains - nicknamed "Clorox" because it feels like bleach in





Ajok (left) received cleft surgery after waiting 9 years. In Uganda, "Ajok" is the name every baby born with a cleft is given. It means "cursed by God."



Poverty - not medicine - is the only reason they never received surgery.

Surgery for the Poor

The world's first major charity dedicated to providing free surgery for children in developing countries.



In 2011, Surgery For The Poor is spun off from Smile Train to focus on 5 major medical problems: blindness, burns, club foot, hole-in-the-heart and hydrocephalus.

1,000,000 surgeries a year.



In 1999, Smile Train was spun off from Operation Smile to focus on the problem of clefts. It was the first charity to empower local doctors in developing countries.

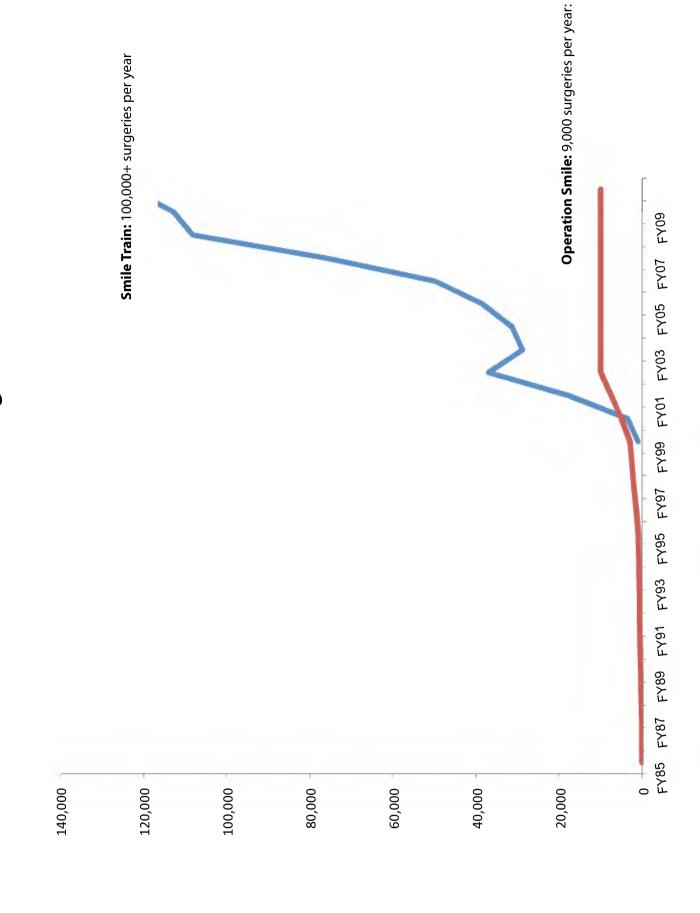
100,000 surgeries a year.



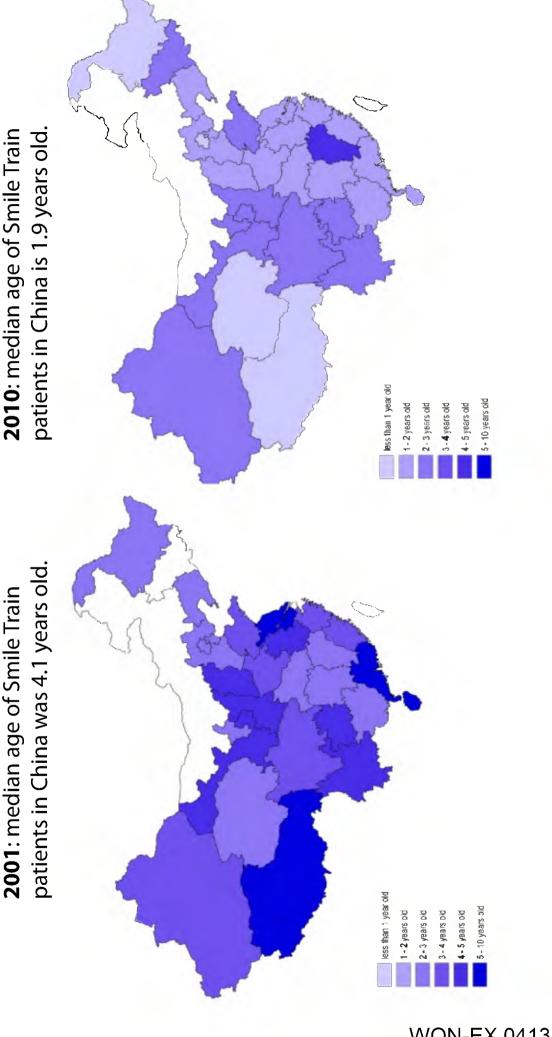
In 1982, started sending American doctors on 2-week medical missions.

9,000 surgeries a year.

Smile Train Provides 10 Times More Surgeries In 50 More Countries. 12 Years After Being Spun-Off From Operation Smile,

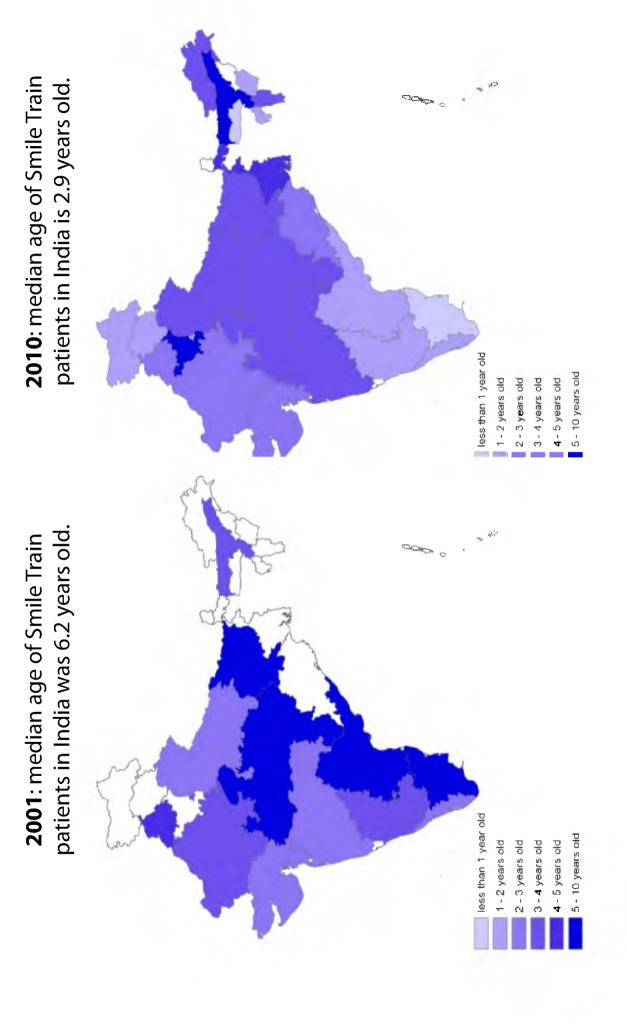


Smile Train Is Solving The 200,000 Year Old Problem of Clefts: The Backlog Of Unrepaired Clefts In China Is Almost Gone.

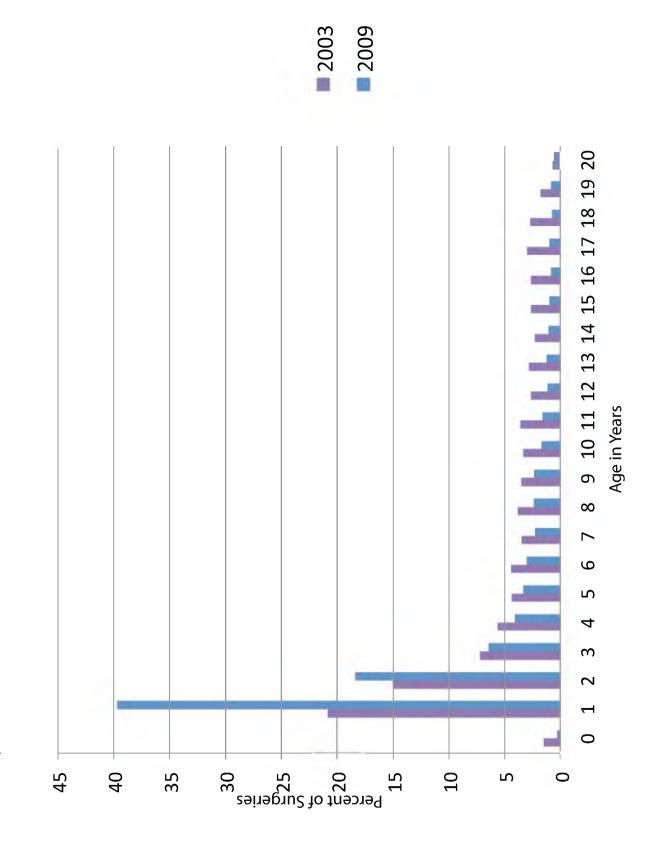


Today, 82% of Smile Train Patients In China Are 5 Years Old Or Less. 10 11 12 13 Age in Years ∞ Percent of Surgeries 5.

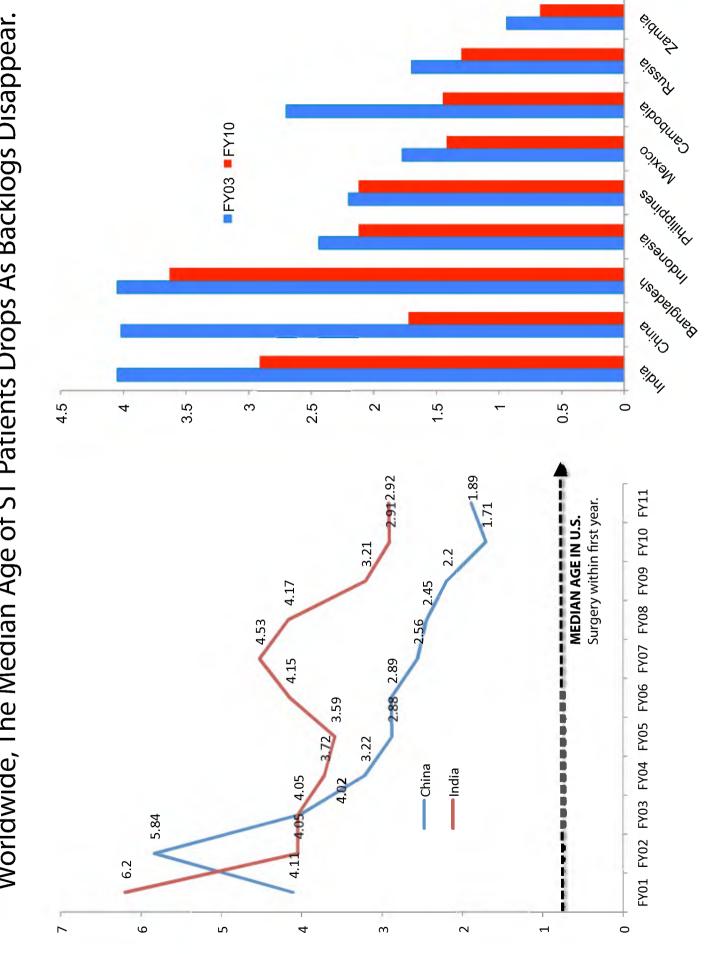
The Backlog Of Unrepaired Clefts In India Is Almost Gone.



Today, 73% Of Smile Train Patients In India Are 5 Years Old Or Less.



Worldwide, The Median Age of ST Patients Drops As Backlogs Disappear.



Inspired by the impact of Smile Train, Brian Mullaney, the co-founder of Smile Train is launching Surgery For The Poor to tackle 5 bigger medical problems that are every bit as solvable as clefts.

Surgery For The Poor Will Solve 5 Major Medical Problems In The Developing World Through Inexpensive Surgeries.



20 million blind adults & children need surgery that costs \$100.



5 million children with hole-in-the-heart need surgery that costs \$2,000.



8 million children with water-on-thebrain need surgery that costs \$300.

burns need surgery that costs \$500.

15 million children suffering with



10 million children with club foot need surgery that costs \$250.

Surgery For The Poor Will Provide A \$100 Surgery That Cures Blindness.



10 minutes



Neelima after surgery now has 20-40 vision in both eyes.

Before surgery, 8 year-old Neelima was completely blind from cataracts...



20 million blind children and adults could have their sight restored in 10 minutes.

Click this animation to see how quick and simple lens replacement surgery is.

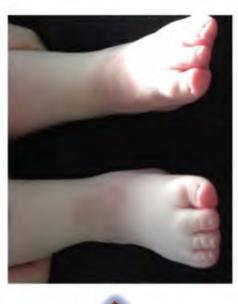


There is not one major charity dedicated to helping blind children in developing countries. Until now.

Surgery For The Poor Will Provide A \$250 Miracle That Cures Club Foot.







12 weeks of casting followed by surgery followed by leg braces...... can straighten even the most deformed feet and legs.









In developing countries, club foot is a devastating birth defect that prevents children from going to school, getting a decent job or getting married.

There is not one major charity dedicated to helping children with club foot in developing countries. Until now.

Surgery For The Poor Will Provide A \$500 Surgery That Transforms Burn Patients.



Severe burns left this 12 year old girl with her face melted into her chest...



5 hours

In just five hours, a plastic surgeon gave this girl a second chance at life.



One third of the world still cooks and heats with open fires which results in millions of children suffering horrific burns every year.

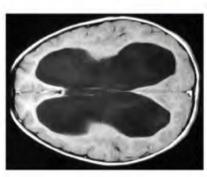


A simple plastic surgery called a "release" restores full function to arms, legs, fingers, necks, etc.

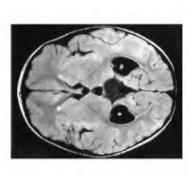


Not one major charity is dedicated to helping children with burns in developing countries. Until now.

Surgery For The Poor Will Provide A \$300 Surgery That Solves Hydrocephalus.



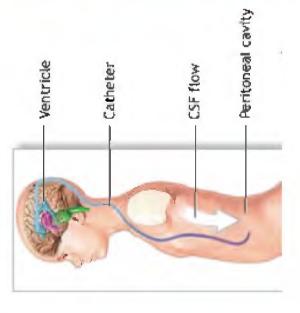




automatically drains excess fluid away from the brain, underneath the skin into the abdominal cavity. A surgeon inserts a "shunt", (a thin straw-like device) in the ventricular cavity of the brain which



In developing countries, 99% of children born with hydrocephalus never receive treatment because they cannot afford it.



This procedure takes a couple of hours, costs about \$300 and saves a life.



Not one major charity is dedicated to helping children suffering with hydrocephalus in developing countries. Until now.

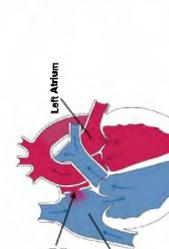
Surgery For The Poor Will Provide A \$2,000 Surgery That Cures Hole-In-The-Heart.







Hole-in-the-heart refers to a range of different birth defects that affect the heart and if left untreated can cause death. The vast majority of these "holes" can be fixed through surgery that places a patch over the hole. Once fixed, these problems do not come back and patients live healthy, normal lives.



Tens of thousands of children in developing countries are on long waiting lists waiting for surgery.



Not one major charity is dedicated to helping children with hole-in-the-heart in developing countries. Until now.

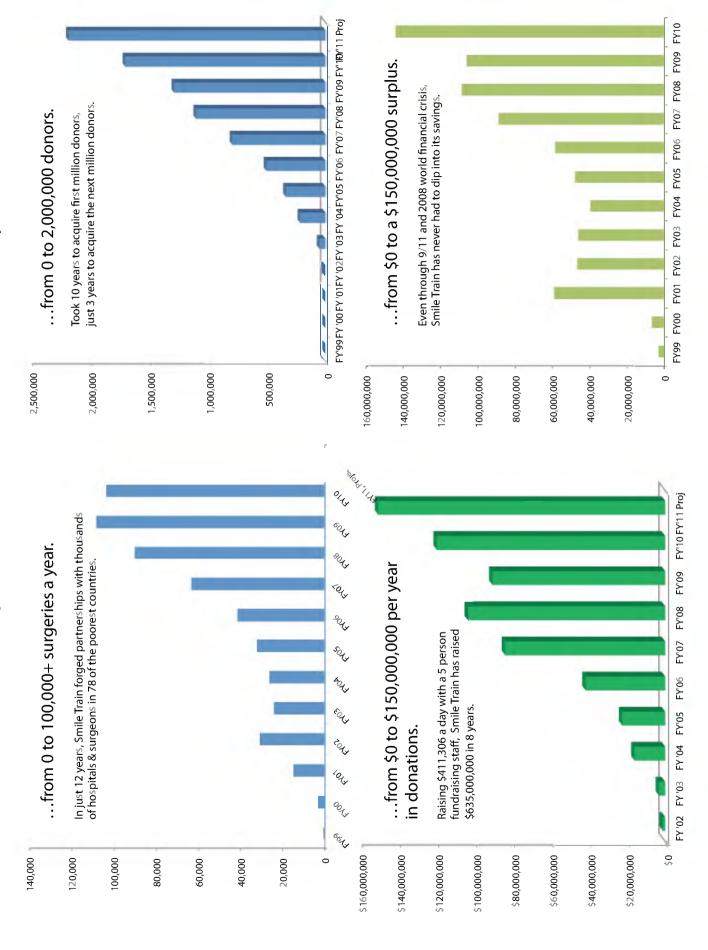
A hole-in-the-heart most often involves a small hole between the left and right atriums.

will use all of the good ideas, proven programs, that have made Smile Train so successful. innovative marketing and technology Surgery For The Poor

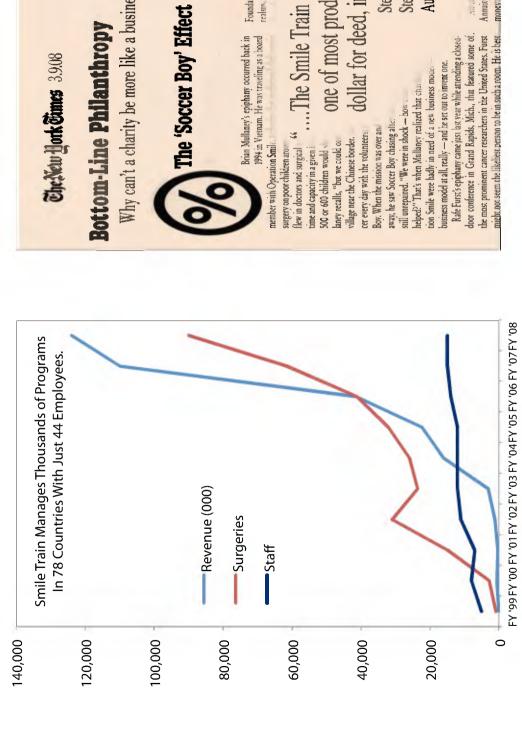
Surgery For The Poor Will Empower Local Doctors In Developing Countries Who Are Ready, Willing And Able To Solve Major Medical Problems.



Surgery For The Poor Has The Same Talent And Experience That Helped Smile Train Scale So Quickly.



Surgery For The Poor Will Use the Same Extreme Low-Overhead, "Manage A Charity Like A Business" Approach As Smile Train.

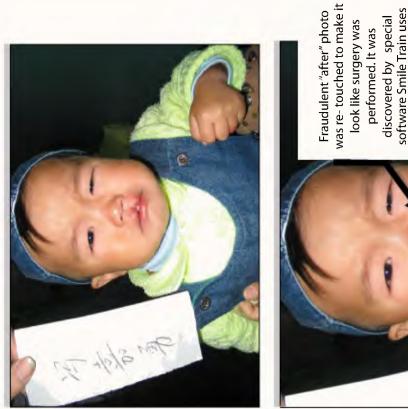




For Every Surgery, Uploaded At Zero Cost Via The Web. Surgery For The Poor Will Use Digital Patient Charts

enable safety and quality auditing and sophisticated fraud detection. Digital charts save millions in shipping, handling and storage and





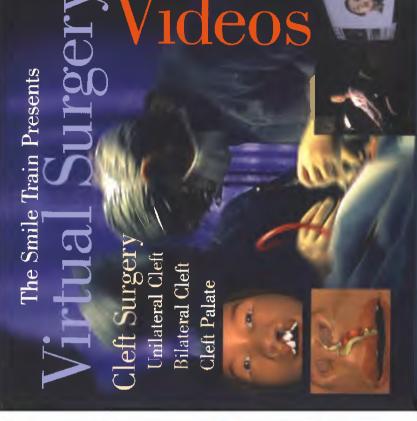
submitted photos every

to audit 100,000

For High-Impact, Low-Cost Medical Education And Training. Surgery For The Poor Will Use Virtual Surgery Software

virtual surgery training videos (English, Mandarin & Spanish) to improve their techniques. 75,000 surgeons around the world are using Smile Train

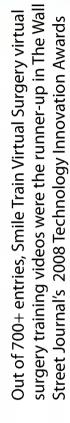














Celebrity Supporters That Are Helping Conquer Clefts. Surgery For The Poor Has Access To The Same







smile and I feel it's time to spread it around...

unrepaired cleft.

of the best...

Millions Of Donors And Raise Hundreds Of Millions Of Dollars. Surgery For The Poor Will Use Mass Marketing To Acquire







Smile Train reaches hundreds of millions of prospective donors through direct response advertising in newspapers and magazine.



Smile Train mails 100+ million direct mail letters a year. Since 2004, Smile Train generated 5+ million donations and raised \$635 million.

Smile Train produced and distributed a documentary that won an Oscar and has been viewed by more than 15 million people in the U.S., UK and India.

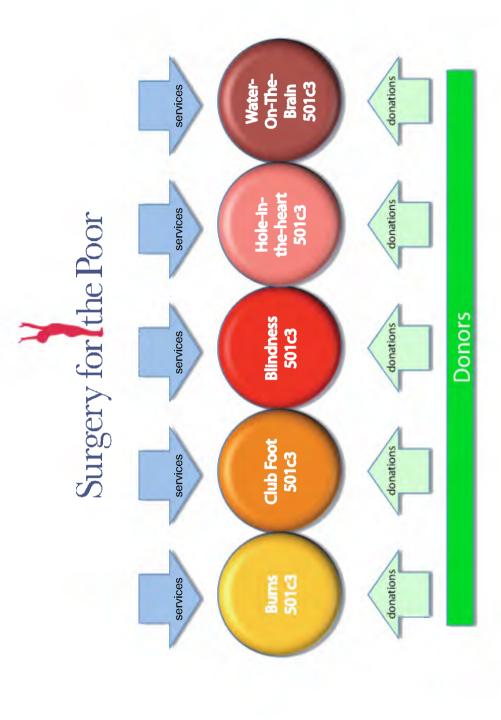


Each Dedicated To A Single Cause Just As Smile Train Focused Solely On Clefts. Surgery For The Poor Will Manage A Family Of "Charity Brands",



- A key ingredient of Smile Train's success was that it focused on a single, solvable problem.
 - Focusing on a single-cause gives a "charity brand" a significant competitive advantage over large charities as donors want to see impact of their donation.

Surgery For The Poor Will Provide Turn-Key Management And Marketing Services For Each "Charity Brand" Reducing Their Overhead Expenses 80%.



- Each brand is a separate 501c3 dedicated to a single problem, with its own name and logo.
 - Donors send donations to their favorite cause(s) not to Surgery For The Poor.
- Surgery For The The Poor provides a range of services and support for each "charity brand."
 - "Charity brands" pay much less for services than if they had to purchase on their own.

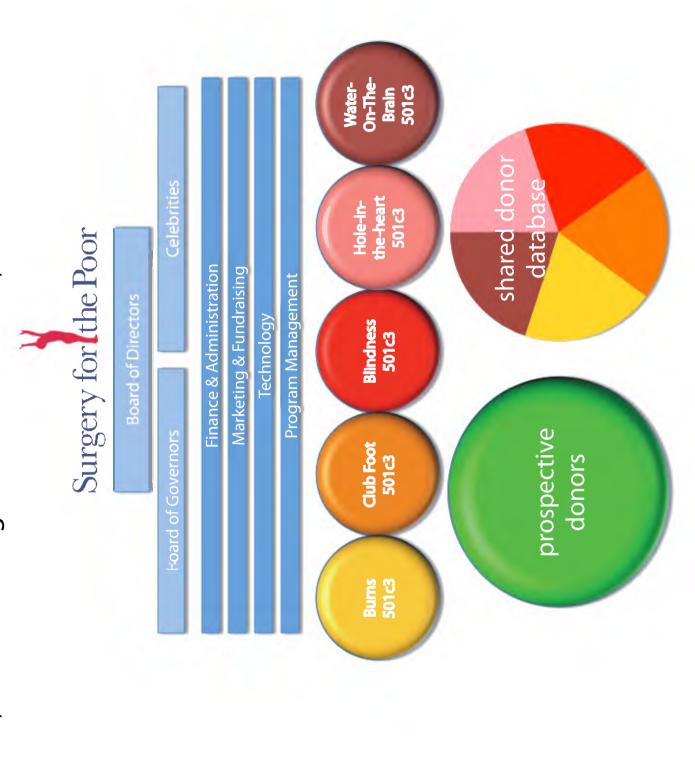
This structure allows many more children to be helped per dollar raised and spent.

Donors, Each "Charity Brand" Saves Money, Grows Faster And Helps More Kids. By Sharing Overhead Expenses, Combining Fundraising Efforts And Sharing

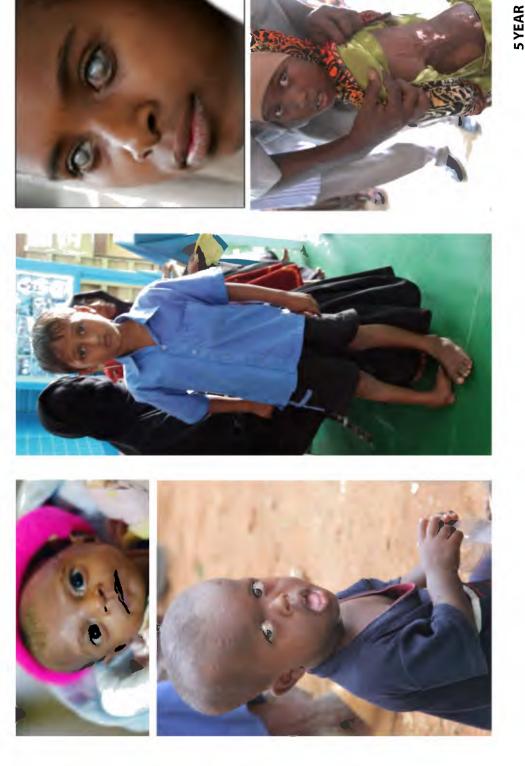


- Average cost per letter for direct mail is 45 cents. By aggregating the volume of 5 "charity brands", average cost per letter goes down 50% to 22 cents.
 - Average donor gives 1.5 gifts a year per charity. This structure doubles gifts-per-year, per donor.
- On average, after 4 years, 80% of donors stop giving to a charity. With a choice of not one but 5 'charity brands", donors will keep giving for twice as many years.
- This organizational structure acquires new donors for half the cost, who will then give twice as many donations for twice as many years. That means many more children helped.

Costs 50%, While Doubling Revenue Per Donor, Per Year For Twice As Many Years. Using "Charity Brands" Reduces Overhead Costs 80% And Donor Acquisition

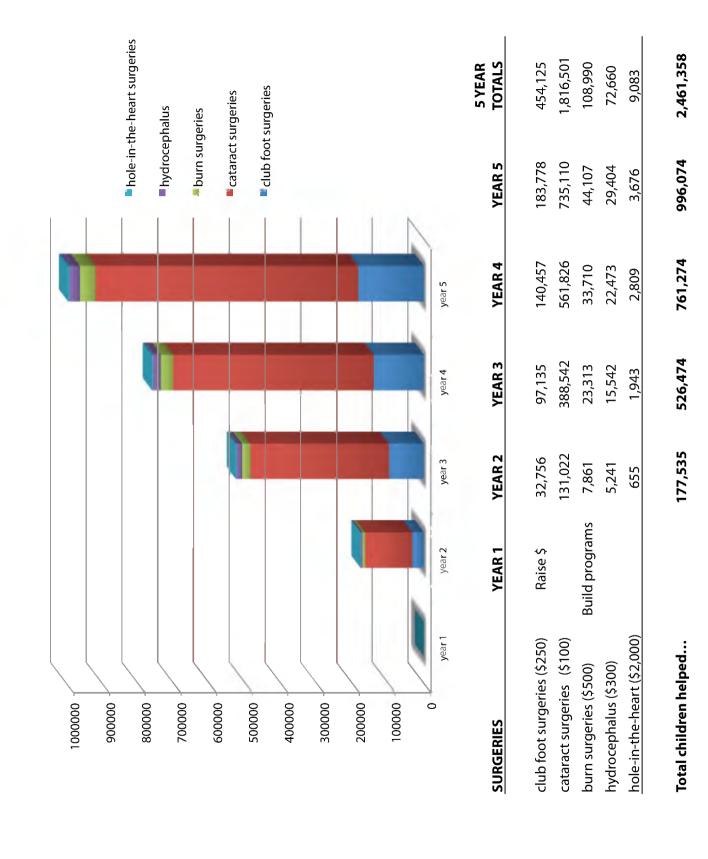


Surgery For The Poor Will Provide 2,500,000 Free Surgeries In Its First 5 Years.



SURGERIES	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5	TOTALS
club foot surgeries (\$250)	Raise \$	32,756	97,135	140,457	183,778	454,125
cataract surgeries (\$100)		131,022	388,542	561,826	735,110	1,816,501
burn surgeries (\$500)	Build programs	7,861	23,313	33,710	44,107	108,990
hydrocephalus (\$300)		5,241	15,542	22,473	29,404	72,660
hole-in-the-heart (\$2,000)		655	1,943	2,809	3,676	9,083
Total children helped		177,535	526,474	761,274	996,074	2,461,358

Surgery For The Poor Scales To 1,000,000 Free Surgeries-A-Year By Year 5.



In Year 2 And Donations Scale To \$250 Million-A-Year By Year 5. Surgery For The Poor Direct Mail Program Becomes Profitable



*Projections based on current Smile Train response rates and average gift amounts.

The People Behind Surgery For The Poor.

Brian Mullaney has been involved with surgical charities for two decades, has helped raise \$700,000,000 and acquired 2+ million donors. He's traveled extensively to developing countries including: Afghanistan, Somalia, Gaza, Haiti, Inner Mongolia, Bangladesh, India, China, Vietnam, Uganda, Kenya, Tanzania, Mexico and Brazil. Mr. Mullaney co-founded Smile Train in 1999 and served as President for its first decade, 2001 - 2011. The New York Times write, "Smile Train is one of the most productive charities, dollar for deed, in the world." He served on the Board of Operation Smile from 1995 – 1999 and was the co-founder of Operation Smile New York, a New York city school program that provided free surgery. He's the author of One Smile At A Time: How An Accidental Do Gooder Helped Change Millions of Lives, Hyperion Press, (available, Aug. 2011) and was the executive producer of the Oscarwinning documentary, Smile Pinki. In 2004, He was awarded the Soong Ching Ling Camphor Tree award in China, (first time ever given to a foreigner). He has appeared on CNN, Good Morning America, Voice of America, Time, Entrepreneur, Newsday and The New York Times. He has a B.A. in economics from Harvard University.

The Pascucci Family is actively involved in many philanthropic organizations including Telicare, the television station for the Diocese of Rockville Centre, Abilities, a non-profit involved in the employment of individuals with disabilities, The INN which serves the hungry and homeless through soup kitchens and emergency shelter homes, and The Henry Viscardi School in New York which provides K-12 education to disabled children. The family has been actively involved in various relief efforts including water projects, orphanages and support programs for abandoned children in Haiti and Africa. Michael Pascucci was the founder of Oxford Resources Corp. which was the largest publicly traded independent auto leasing company in the U. S.. It was acquired by Barnett Bank in 1997 and is now part of NationsBank/Bank America. In 1985, Michael founded WLNY-TV55, which operates a commercial television station in the New York market. Michael and sons Chris and Ralph built the Sebonack Golf Course in Southampton, Long Island.

Stan and Fiona Druckenmiller Stan Druckenmiller is the Founder, President, Chief Executive Officer, and Chairman at Duquesne Capital Management. He founded the firm in 1981. Prior to this, Mr. Druckenmiller was a Managing Director at Soros Fund Management LLC from 1988 to 2000. Mr. Druckenmiller is the Chairman of The Harlem Children's Zone. He is a Director of The Children's Scholarship Fund, a Member of the Board of Overseers of Memorial Sloan Kettering, and Member of the Investment Committee of Bowdoin College. Mr. Druckenmiller is a magna cum laude graduate of Bowdoin College in Maine with degrees in Economics and English. He has graduate degree credits in Economics from the University of Michigan

The Ueltschi Family AI Ueltschi founded FlightSafety in 1951. FlightSafety provides a million hours of training each year to pilots, technicians and other aviation professionals from 154 countries and operates the world's largest fleet of advanced full flight simulators. Berkshire Hathaway acquired FlightSafety in 1996 for \$1.5 billion in stock and cash. In the mid-1970s AI helped to found ORBIS International, overseeing the acquisition and unique conversion of a DC-8 aircraft into the world's only flying eye hospital – which first took flight in 1982. He has been a champion of ORBIS's humanitarian mission ever since and serves as Chairman Emeritus of the Board of Directors. James Tyler Ueltschi has been Treasurer of ORBIS and member of the International Board of Directors. Jim is pioneering a bold venture to eliminate cataract blindness affecting more than 18 million people worldwide. He is leading a multi-disciplinary team to introduce the successful aviation with flight simulators and advanced training methods to surgical training and medical practice.

William E. Conway, Jr. is one of the three co-founders of The Carlyle Group, one of the largest private equity firms globally, where he is a partner and managing director and serves as chairman of the investment committee. Previously, from 1981 - 1986, Conway had worked in various financial positions at MCI Communications being named senior vice president and chief financial officer in 1984. Prior to MCI, Conway served in a variety of positions in corporate finance, commercial lending, workout loans and general management for almost ten years with First National Bank of Chicago. Conway has served as the chairman of the boards of Nextel Communications and United Defense Industries. Conway received his undergraduate degree from Dartmouth College and an MBA from the University of Chicago Booth School of Business.

Ann Ziff is a Founding Director of Smile Train, Smile Train's first Chairman of the Board and an honorary member of the board. She has been actively involved with children's charities that provide free surgery for almost two decades. Ms. Ziff is also Chairman of the Metropolitan Opera, Vice Chairman of the Board for Lincoln Center for the Performing Arts and a member of the board for Carnegie Hall.

The People Behind Surgery For The Poor.

Association of Plastic Surgeons, the American Society of Maxillofacial Surgeons and the Plastic Surgery Educational Foundation. He has been a member of the Board of the Founding Chairman of the Medical Advisory Board of Smile Train. As Director of Surgery and Directorship of the Institute in 1981. He pioneered and developed the concept of craniofacial distraction which has revolutionized this surgical discipline. He introduced the concept of surgical reconstruction of the face as early as infancy Center. In 1973 he joined the faculty of the New York University Medical Center as Trustees of the National Foundation for Facial Reconstruction since 1981 and was loseph G. McCarthy, M.D. received his undergraduate education at Harvard Center, followed by a residency in plastic surgery New York University Medical the Institute of Reconstructive Plastic Surgery, he oversees the largest national Assistant Professor and assumed the Lawrence D. Bell Professorship of Plastic completed a general surgical residency at the Columbia Presbyterian Medical University and earned his medical degree at Columbia University in 1964. He adolescence. Dr. McCarthy has received the highest awards of the American educational effort in plastic surgery and has trained over 100 plastic surgery to avoid or ameliorate psychosocial problems arising during childhood and residents and 25 post-resident fellows in craniofacial surgery.

Ron Bell has more than 30 years of direct marketing experience and his firm;

Target MarkeTeam represents four of the largest mailers in the non-profit industry.

Mr. Bell was instrumental in the growth and success of Smile Train's direct mail program, which currently mails more than 100 million letters a year. Mr. Bell graduated with honors from Georgia Institute of Technology and received an MBA from Harvard Graduate School of Business.

Ravi Kant has served as Managing Director of Tata Motors, Chief Executive Officer at Jaguar Land Rover of Tata Motors and President at Society of Indian Automobile Manufacturers since September 2007. Previously, he served as Chief Executive Officer and Managing Director of Tata Motors Ltd. Prior to joining Tata Motors Ltd. in 1999, Mr. Kant was with Philips India Limited as Director of Consumers Electronics business. He has been Non-Executive Vice Chairman of Tata Motors Ltd. since June 1, 2009 and has been a Director of Tata Motors Ltd. since June 1, 2009 and has been a Director of Tata Motors Ltd. since June 1, 2009 and has been a Director of Tata Motors Ltd. since June 1, 2009 and has been a Director of Tata Motors Ltd. since June 1, 2009. Mr. Kant Sholds a Bachelor of Technology degree from the Indian Institute of Technology, Kharagpur and a Masters in Science in Industry from the University of Aston, Birmingham, UK. He is a distinguished alumnus of Mayo College, Ajmer. Mr. Kant is a Founding member of the Smile Train Board of Governors.

Steve Levitt is the William B. Ogden Distinguished Service Professor of Economics at the University of Chicago, where he directs the Becker Center on Chicago Price Theory. Levitt received his BA from Harvard University in 1989 and his PhD from MIT in 1994. He has taught at Chicago since 1997. In 2004, Levitt was awarded the John Bates Clark Medal, awarded to the most influential economist under the age of 40. In 2006, he was named one of Time magazines "100 People Who Shape Our World." Steve co-authored Freakonomics, which spent over 2 years on the New York Times Best Seller list and has sold more than 3 million copies worldwide. SuperFreakonomics, the sequel, includes brand new research on topics from terrorism to prostitution to global warming. Steve is also the co-author of the popular New York Times Freakonomics Blog.

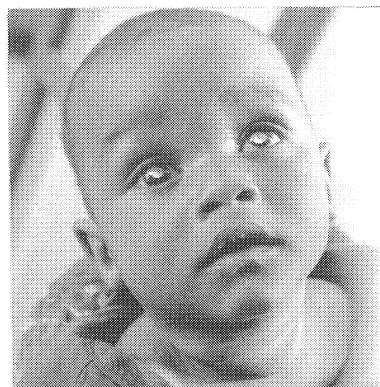
Atul Gawande, M.D. Is a practicing surgeon and an accomplished writer, teacher and speaker. Chosen for the The 2010 TIME 100, Gawande is number five in the thinkers category. He was also chosen for the Foreign Policy's Top 100 Global Thinkers 2010. He received the MacArthur Fellowship, popularly known as the "genius prize," in 2006, for his "energetic and imaginative" approach to finding practical ways to improve surgical practice. Atul is the author of three bestselling books on medicine, culture and human experience. He is the Research Director for the BWH Center for Surgery and Public Health, a practicing surgeon and a staff writer for The New Yorker magazine. He leads the World Health Organization's global campaign to reduce avoidable deaths, complications in surgery and deaths at child delivery.



Surgery for the Poor

The world's first major charity dedicated to providing free surgery for children in developing countries.

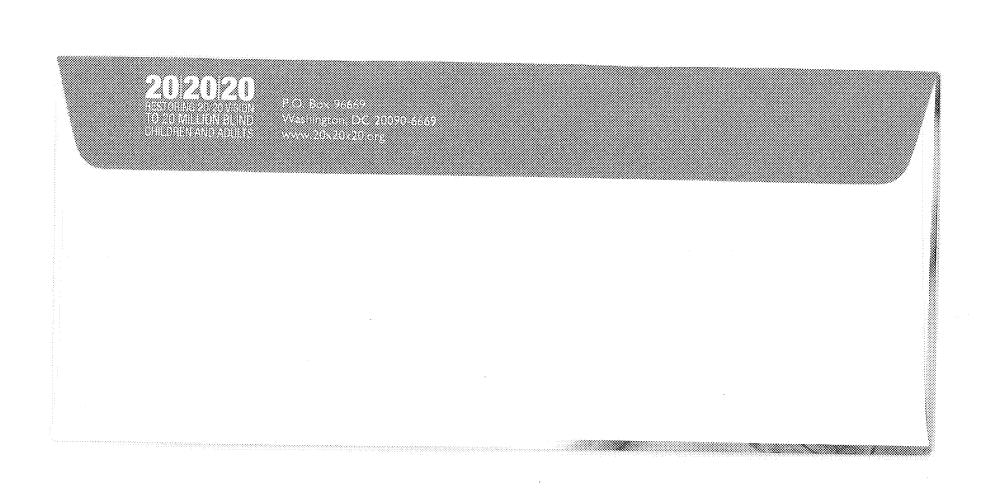
EXHIBIT 9



You can give this blind boy the miracle he so desperately needs.

C1508TTT 20/20/20 August ACO (Multibuyer FU- Miracle Copy)

Quantity: 10,000 Mail Date: 8/22/15



Attorneys' Eyes Only WON03171

202020 RESTORING 20/20 VISION TO 20 MILLION BLIND CHILDREN AND ADDICTS

Dear Sample A. Sample,

Do you believe in miracles?

I do. I see them happen all the time.

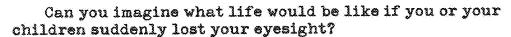
Last month, I watched a baby who was born completely blind open her eyes and see her mom for the first time in her life.

I met a nine-year-old girl named Priya (pictured below) who became blind at the age of three. I was there when, after six years of living in darkness, she opened her eyes and could see again. Her dad cried. So did I.

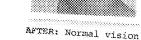
I met a five-year-old boy who had been blind all his life, and I saw him open his eyes and see his dad for the first time.

Over the past few years, I've watched hundreds of individuals suffering from blindness — teenagers, toddlers, young mothers, old men, middle-aged women, farmers, students — open their eyes and see.

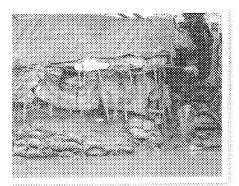
Some of them cried, some screamed, some even started dancing. Many looked up and thanked God — whichever one they believe in. Most of them just looked around in shock, shaking their heads, with huge smiles on their face and tears streaming down their cheeks.



Over the past few years, I've witnessed thousands of these miracles all over the developing world. And each and every one was made possible by what is perhaps the best surgery ever invented.



BEFORE: Blind



The 15-minute surgery that cures blindness.

It is truly a modern-day, medical miracle that costs just \$300. The bad news is that even at \$300, the 20 million blind children and adults who need it can't afford it.

That's an unfortunate reality: 20 million people are blind today solely because they're poor.

Because when you're struggling to survive on a dollar a day, a \$300 surgery might as well cost \$3 million.

(over, please)

[20] 20] 20 [20, 80x 96669, Weshington, DC 20090-6669] www.20x20x20x00.org

So they remain blind — usually for life.

I know the difference a surgery can make in someone's life.

I'm the co-founder and former president of Smile Train, the world's largest children's cleft surgery charity. Over the past 20 years, I've helped provide more than 1 million free surgeries to children in the poorest countries in the world. On countless trips to places like India, Haiti, Somalia,

But I've never seen anything as powerful or as wonderful as watching a blind child open their eyes and see.

I stepped down from Smile Train to launch 20/20/20 in 2012 and since then, with the help of compassionate people like you, we've helped restore the eyesight of 101,710 blind children and adults.

But there are millions more who are still waiting for surgery. And they'll all remain blind for life unless someone helps them. You can be that someone.

You can make a donation that helps restore the eyesight of a blind child or adult.

Please know how much we need your help.

We're a small charity with a staff of 10 that works seven days a week and travels hundreds of thousands of miles a year to make sure our donations are spent wisely. Our administrative costs are about 2 percent. We receive no big grants from government foundations or corporations. We depend entirely on generous individuals like YOU.

I know \$300 is asking a lot, but if you send us a donation of \$25, \$50, or \$75, we'll combine it with other donations. If you want to pay for a surgery over time — it's



As a small token of our appreciation for your life-changing contribution, we'll send you a before and after photo of a child who once was blind but now can see — thanks to the generosity of people

If you want your donation to have a big impact, please help us deliver the miracle surgery that cures blindness.

It just might change the way you look at the world too.

Thank you for your consideration,

Brian Mullaney Co-Founder & CEC

P.S. It takes less than 60 seconds to donate online at www.20x20x20.org.

Yes! I want to help restore the eyesight of a blind child or adult.



RESTORING 20/20 VISION TO 20 MILLION BLIND CHILDREN AND ADULTS

□ \$300 □ \$150 □ \$75, □ \$50,	enclosed my gift of: which can provide one full eye surgery which can provide half a surgery which can provide anesthesia for the surgery which can provide surgical supplies for two eye which can provide surgical supplies for one eye Any amount will help!	surgeries	TO 20 MILLION BLIND CHLOREN AND ADULIS It Monthly! als on reverse.
Quantit	TT 20 August ACQ (Kultibuyer FU- Miracle Copy) y: 16,000 .te: 8/22/1b	☐ Please send me upo My email	lates about 20 20 20. address is:

To watch two sisters see for the very first time, visit www.20x20x20.org.

Please mail this reply form with your check payable to **20 | 20 | 20** in the envelope provided. Thank you! To make a gift with a credit card, please see other side.

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CHUCAEN AND ADEBY VYOW 20x 18x 30 cmg Fig. Box 18449 Washington, OK. 20070-6880 2000(20) supertimes allows other worthy organizations to mail to our donors. If you do not wish to receive those mattings, or if you'd like to change the frequency of outlings from us, let us know We are happy to respect your wishes. IN 2000 is a WanderWork charity program. WanderWork is a 5010cc(3) mapprolit, charitable organization recognized by the IRS. All donarious are tax deductible in accordance with the law.

Prevent a Lifetime of Suffering With a Small Monthly Gift

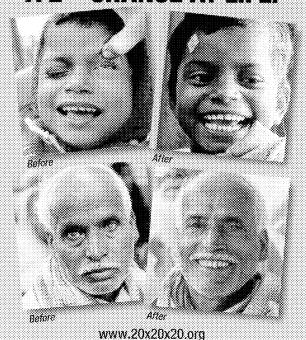
Half of all the blind children and adults in the world could see tomorrow thanks to a miracle surgery that costs only \$300. But because they are so poor, 99% of them will never receive that surgery—unless someone helps them. YOU could be that someone.

20120120 provides a simple, safe surgery that takes as little as 1.5 minutes and restores the eyesight of a blind child or adult. By making a monthly gift of just \$25 (around 80¢ per day), you can help provide the funding for at least one of these miracle surgeries to prevent a lifetime of suffering.

Your monthly commitment will be automatically charged to your debit or credit card, and you'll never have to mail a check, find an envelope, or buy a stamp to help a blind child or adult. Simply fill in the credit card information on the left and become a monthly supporter today!



A 15-MINUTE SURGERY GAVE THEM BACK THEIR EYESIGHT AND A 2ND CHANCE AT LIFE.



WHY WE'RE ONE OF THE FASTEST GROWING CHARITIES IN AMERICA.

TIME

"... one of 10 ideas that will change the world."

The New York Times

"When the bandages come off their eyes and they take in their surroundings, chills will go down your spine."

- Nicholas Kristof, two-time Pulitzer Prize-winning author

"Mullaney realized that charities were badly in need of a new business model — or any business model at all, really — and he set out to invent one."

- Steve Levitt, best-selling author of Freakonomics

DAILY NEWS

How To Save A Million Lives NOW!

"In the developing world ... millions of children and adults are suffering because they can't afford the simple, inexpensive surgery that could save them."

--- Brian Mullaney, Co-Founder and CEO of 20/20/20

PLEASE HELP US! Send a donation today or give online at www.20x20x20.org.

20|20|20

RESTORING 20/20 VISION TO 20 MILLION BLIND CHILDREN AND ADULTS

P.O. Box 96669, Washington, DC 20090 I www.20x20x20.org

20/20/20 is a riturdentwork charity program. MonderWork, Inc. is a 5-61 leg(t) recognistic charitable organization recognized by the RS, All densitions are law denucliste in accordance with RS regisations. © 2015-20/20/20



20|20|20 BESTORING 20/20 VISION

RESTORING 20/20 VISION TO 20 MILLION BLIND CHILDREN AND ADULTS

www.20x20x20.org

IMAGINE YOUR CHILD WILL REMAIN BLIND FOR LIFE BECAUSE YOU CAN'T AFFORD A \$300 SURGERY.

I recently met a girl in India who became blind when she was 3 years old. For 6 years, Priya's father begged for help to get surgery that could restore her evesight. He couldn't afford it because he makes \$1 a day.

One day, he saw a small ad offering free surgery for the poor.

Priya and her dad traveled 150 kilometers to reach our partner hospital.



The surgery she waited six years for took just 15 minutes. was there when Priya opened her eyes and could see.

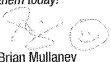
Her dad cried. So did we. As the co-founder and former president of Smile Train, I've traveled to the poorest countries in the world. I've seen a lot of suffering and a lot of miracles. But I have never seen anything as powerful as watching a child who is blind open up their eves and see.



In developing countries, there are 20 million children and adults just like Priva: the only reason they're blind is because they're poor.

They'll remain blind for lifeunless someone helps them.

You can be that someone. Please send your gift to help them today!



Brian Mullaney Co-Founder & CEO

EVERYTHING YOU NEED TO KNOW ABOUT 20/20/20.

We're a small charity with a big mission: restore the sight of 20 million blind children & adults.

We've already restored the eyesight of 101,710 blind children and adults.





Unlike mission groups, we empower local doctors through free training, equipment, and financial aid.



We have hundreds of programs in 60 of the world's poorest countries.

At about 2%, we have one of the lowest overbezd and adınivistrative costs of any major charity.

IS TO WORK **OURSELVES** our of AUOR.



OUT OF 1.5 MILLION CHARITIES IN AMERICA, THEY CHOSE US.



"The best thing is knowing that every single donation, big or small, really makes a difference."

Bryan Cranston, Actor



"What really makes me smile is knowing that a small donation can helo give a desperate child a miraclecure that will change their life."

Christie Brinkley, Actor McCell



"I know talent when I see it. Like when a surgeon saves a child's life. Let's keep these miracles coming!"

Howie Mandel Comedan/Gane Stop Host



"To end the suffering of children: an absolutely, completely, entirely wonderful endeavor."

Mariska Hargitay Accor



"I've seen firsthand the suffering of these children and their parents. These life-changing cures are modern-day medical miracles."

Alex Trebek, Host of Jeograph'



Our viral video shows two blind sisters opening their eyes and seeing their mother for the first time. Visit 20x20x20.org to watch. Over 2 million people have already seen it!



202020 RESTORING 20/20 VISION TO 20 MILLION BLIND CHILDREN AND ADULTS

Information About Blindness

Providing valuable public information is one of our most important programs and an important part of our mission.

Vision Impairment and Blindness

Vision impairment, or low vision, means that even with eyeglasses, contact lenses, medicine, or surgery, you don't see well. Vision impairment can range from mild to severe. The leading causes of vision impairment and blindness in the United States are age-related eye diseases: macular degeneration, cataracts, and glaucoma. Other eye disorders, eye injuries, and birth defects can also cause vision loss. A loss of vision means that you may have to reorganize your life and learn new ways of doing things. If you have some vision, visual aids such as special glasses and large-print books can make life easier. There are also devices to help those with no vision, like text-reading software and brailte books. Sometimes, vision loss is preventable. Regular comprehensive eye exams and prompt treatment are critical.

Some Causes of Blindness

Macular Degeneration

Macular degeneration, or age-related macular degeneration (AMD), is a leading cause of vision loss in Americans 60 and older. It is a disease that destroys your sharp, central vision. You need central vision to see objects clearly and to do tasks such as rending and driving. AMD affects the macula, the part of the eye that allows you to see fine detail. It does not hurt, but it causes cells in the macula to die. There are two

types: wet and dry. Wet AMD happens when abnormal blood vessels grow under the macula. These new blood vessels often leak blood and fluid. Wet AMD damages the macula quickly. Blurred vision is a common early symptom. Dry AMD happens when the light-sensitive cells in the macula slowly break down. You gradually lose your central vision. A common early symptom is that straight lines appear crooked. Regular comprehensive eye exams can detect macular degeneration before the disease causes vision loss. Treatment can slow vision toss. It does not restore vision.

Glaucoma

Glaucoma is a group of diseases that can damage the sye's optic nerve, it is a leading cause of blindness in the United States. It usually happens when the Ruid pressure inside the eyes slowly rises, damaging the optic nerve. Often, there are no symptoms at first. Without treatment, people with glaucoma will slowly lose their peripheral, or side vision. They seem to be looking through a tunnet. Over time, straight-ahead vision may decrease until no vision remains. A comprehensive eye exam can tell you if you have glaucoma. People at risk should get eye exams at least every two years. They include African-Americans over age 40; people over age 60, especially Mexican-Americans; and people with a family history of glaucoma. There is no cure, but glaucoma can usually be controlled. Early treatment can help protect your eyes against vision loss. Treatments usually include prescription eyedrops and/or surgery.

Cataracts

A cataract is a clouding of the eye's lens and is the leading cause of blindness worldwide, and the leading cause of vision loss in the United States. Cataracts can occur at any age due to a variety of causes, and can be present at birth. Although treatment for the removal of cataract is widely available, access barriers, such as insurance coverage, treatment costs, patient choice, or tack of awareness, prevent many people from receiving the proper treatment. An estimated 20.5 million (17.2%) Americans 40 years and older have cataract in one or both eyes, and 6.1 million (5.1%) have had their lens removed operatively. The total number of people who have cataracts is estimated to increase to 30.1 million by 2020. Common symptoms are blurry vision, clors that seem faded, glare, not being able to see well at night, double vision, frequent prescription changes in your eyewear. Cataracts usually develop slowly. New glasses, brighter lightling, anti-glare sunglasses, or magnifying lenses can help at first. Surgery is also an option. It involves removing the cloudy lens and

replacing it with an artificial lens. Wearing sunglasses and a hat with a brini to block ultraviolet sunlight may help to delay cataracts.

Congenital Cataracts

A congenital cataract is a clouding of the lens of the eye that is present at birth. The lens of the eye is normally clear. If focuses light that comes into the eye onto the refina. In most patients, no cause can be found.

Congenital cataracts usually look different than other forms of cataract. Symptoms include gray or white cloudiness of the pupil (which is normally black); infant doesn't seem to be able to see (if cataracts are in both eyes); "red eye" glow of the pupil is missing in photos, or is different between the two eyes; and unusual rapid eye movements (nystagmus). To diagnose congenital cataract, the infant should have a complete eye examination by an ophthalmologist. The infant may also need to be examined by a pediatrician who is experienced in treating inherited disorders. Blood tests or x-rays may also be needed. If congenital cataracts are mild and do not affect vision, they may not need to be treated, especially if they are in both eyes.

Moderate to severe cataracts that affect vision, or a cataract that is in only one eye, will need to be treated with cataract removal surgery. Removing a congenital cataract is usually a safe, effective procedure. Call for an urgent appointment with your baby's health care provider if you notice that the pupil of one or both eyes appears white or cloudy, or if the child seems to have trouble seeing.

Amblyopia

Amblyopia, or "lazy eye." is the loss of one eye's ability to see details. It is the most common cause of vision problems in children. Amblyopia occurs when the nerve pathway from one eye to the brain does not develop during childhood. This occurs because the abnormal eye sends a blurred image or the wrong image to the brain. This confuses the brain, and the brain may learn to ignore the image from the weaker eye. Strabismus is the most common cause of amblyopia. There is often a family history of this condition. The term "lazy eye" refers to amblyopia, which often occurs along with strabismus. However, amblyopia can occur without strabismus and people can have strabismus without amblyopia. Amblyopia is usually easily diagnosed with a complete

Attorneys' Eyes Only WON03178

examination of the eyes. Special tests are usually not needed. Children who get treated before age 5 will usually recover almost completely normal vision, although they may continue to have problems with depth perception. Delaying treatment can result in permanent vision problems. After age 10, only a partial recovery of vision can be expected.

Eye Injury

According to the American Academy of Ophthalmology, an estimated 90 percent of eye injuries are preventable with the use of proper safety eyewear. Even a minor injury to the comea: — like that from a small particle of dust or debris — can be painful and become a life-long issue, so take the extra precaution and always protect the eyes. If the eye is injured, seek emergency medical help immediately.

Dangers at Home

When we think of eye protection, we tend to think of people wearing hard hats and lab coats. We often forget that, even at home, we might find ourselves dealing with similar threats to our eyes. Dangerous chemicals that could burn or splash the eyes aren't restricted to chemical laboratories. They're also in our garages and under our kitchen sinks. Debris and other airborne irritants are present at home, too, whether one is doing a home construction project or working in the yard. The debris from a lawnmower or "weed wacker," for example, can be moving at high speeds and provide no time to react. Some sports also put the eyes at risk of injury from foreign objects moving at high speeds.

Effective Eyewear

The best way to prevent injury to the eye is to always wear the appropriate eye protection. The Bureau of Labor Statistics reports that approximately three out of every five workers injured were either not wearing eye protection at the time of the accident or were wearing the wrong kind of eye protection for the job. To be effective, eyewear must fit properly and be effectively designed to protect the eyes based on the activity being performed. The Occupational Safety Health Administration (OSHA) has standards that require employers to provide their workers with the appropriate eye protection.

When to Wear Protective Eyewear

According to these standards, you (or anyone who is watching you work) should always wear properly fitted eye protective gear, such as safety glasses with side protection/shields, when doing work that may produce

particles, slivers, or dust from minerials like woud, metal, plastic, cement, and drywall; hammering, sanding, grinding, or doing masonry work; working with power tools; working with chemicals, including common household chemicals like ammonia, oven cleaners, and bleach; using a lawmower, dring mower, or other motorized gardening devices, like string trimmers; working with wet or powdered cement; welding (which requires extra protection like a welding mask or helmet from sparks and UV radiation); "jumping" the battery of a motor vehicle; being a bystander to any of the above.

Sports

It's also recommended that you protect your eyes from injury when participating in certain sports, including indoor racket sports, painthalf, basebalf, basketbalf, hockey, cycling, and riding or being a passenger on a motorcycle.

Eye Health Tips

Simple Tips for Healthy Eyes

Your eyes are an important part of your health. There are many things you can do to keep them healthy and make sure you are seeing your best. Follow these simple steps for maintaining healthy eyes well into your golden years.

Have a comprehensive dilated eye exam. You might think your vision is fine or that your eyes are healthy, but visiting your eye care professional for a comprehensive dilated eye exam is the only way to rently be sure. When it comes to common vision problems, some people don't realize they could see better with glasses or contact lenses. In addition, many common eye diseases, such as glaucoma, diabetic eye disease, and age-related macular degeneration often have no warning signs. A dilated eye exam is the only way to detect these diseases in their early stages. During a comprehensive dilated eye exam, your eye care professional places drops in your eyes to dilate, or widen, the pupil to allow more light to enter the eye the same way an open door lets more light into a dark room. This enables your eye care professional to get a good look at the back of the eyes and examine them for any signs of damage or disease. Your eye care professional is the only one who can determine if your eyes are healthy and if you're seeing your best.

Know your family's eye health history. Talk to your family members about their eye health history. It's important to know if anyone has been diagnosed with a disease or condition since many are hereditary. This will help to determine if you are at higher risk for developing an eye disease or condition.

Eat right in protect your sight. You've heard carrels are good for your eyes. But eating a diet rich in fruits and vegetables, particularly dark leafly greens, such as spinach, kale, or collard greens, is important for keeping your eyes healthy, too. Research has also shown there are eye health benefits from eating fish high in omega-3 fatty acids, such as salmon, tura, and helibut.

Maintain a healthy weight. Being overweight or obese increases your risk of developing diabetes and other systemic conditions, which can lead to vision loss, such as diabetic eye disease or glaucoma. If you are having trouble maintaining a healthy weight, talk to your doctor.

Wear protective eyewear. Wear protective eyewear when playing sports or doing activities around the home. Protective eyewear includes safety glasses and goggles, safety shields, and eye guards specially designed to provide the correct protection for a certain activity. Most protective eyewear lenses are made of polycarbonate, which is 10 times stronger than other plastics. Many eye care providers sell protective eyewear, as do some sporting goods stores.

Quit smnking or never start. Smoking is as had for your eyes as it is for the rest of your body. Research has linked smoking to an increased risk of developing age-related macular degeneration, cataract, and optic nerve damage, all of which can lead to blindness.

Be cool and wear your shades. Sunglasses are a great fashion accessory, but their most important job is to protect your eyes from the sun's ultraviolet rays. When purchasing sunglasses, look for ones that block out 99 to 100 percent of both UV-A and UV-B radiation.

Give your eyes a rest. If you spend a lot of time at the computer or focusing on any one thing, you sometimes forget to blink and your eyes can get fatigued. Try the 20-20-20 rule: Every 20 minutes, look away about 20 feet in front of you for 20 seconds. This can help reduce eyestrain.

Practice workplace eye safety. Employers are required to provide a safe work environment. When protective eyewear is required as a part of your job, make a habit of wearing the appropriate type at all times and encourage your cowerkers to do the same.

Information was derived from the U.S. Government National Institutes of Health, the National Eye Institute and the Centers for Disease Control and Prevention.

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RESTORING 20/20 VISION TO 20 MILLION BLIND CHILDREN AND ADULTS





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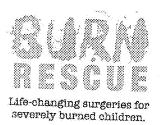
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Attorneys' Eyes Only

15 MINUTES + \$300 = A CURE FOR BLINDNESS

20/20/20 is a WonderWork charity program. Your gift is very much appreciated and fully deductible as a charitable contribution. A copy of our latest financial report may be obtained by writing to WonderWork, Inc. 420 Fifth Avenue, 27th Floor, New York, NY 10018, 212-390-1544. If you are a resident of one of these states, you may obtain financial information directly from the state agency: FLORIDA - A COPY OF THE OFFICIAL REGISTRATION AND FINANCIAL INFORMATION MAY BE OBTAINED FROM THE DIVISION OF CONSUMER SERVICES BY CALLING TOLL-FREE, 1-800-435-7352 (800-HELP-FLA) WITHIN THE STATE. REGISTRATION DOES NOT IMPLY ENDORSEMENT, APPROVAL, OR RECOMMENDATION BY THE STATE. Florida Registration# CH36659. GEORGIA - A full and fair description of our programs and our financial statement summary is available upon request at the office and phone number indicated above. MARYLAND - For the cost of copies and postage, Office of the Secretary of State, State House, Annapolis, MD 21401 MISSISSIPH - The official registration and financial information may be obtained from the Mississippi Secretary of State's office by calling 1-888-236-6167. Registration by the Secretary of State does not imply endorsement. NEW JERSEY - INFORMATION FILED WITH THE ATTORNEY GENERAL CONCERNING THIS CHARITABLE SOLICITATION AND THE PERCENTAGE OF CONTRIBUTIONS RECEIVED BY THE CHARITY DURING THE LAST REPORTING PERIOD THAT WERE DEDICATED TO THE CHARITABLE PURPOSE MAY BE OBTAINED FROM THE ATTORNEY GENERAL OF THE STATE OF NEW JERSEY BY CALLING (973) 504-6215 AND IS AVAILABLE ON THE INTERNET AT http://www.state.nijus/lps/ca/charfrm.htm. REGISTRATION WITH THE ATTORNEY GENERAL DOES NOT IMPLY ENDORSEMENT. NEW YORK ... Office of the Attorney General, Department of Law, Charities Bureau, 120 Broadway, New York, NY 10271. NORTH CAROLINA - FINANCIAL INFORMATION ABOUT THIS ORGANIZATION AND A COPY OF ITS LICENSE ARE AVAILABLE FROM THE STATE SOLICITATION LICENSING BRANCH AT 1-588-830-4989. THE LICENSE IS NOT AN ENDORSEMENT BY THE STATE. PENNSYLVANIA - The official registration and financial information of WonderWork may be obtained from the Pennsylvania Department of State by calling toll-free, within Pennsylvania, 1-800-732-0999. Registration does not imply endorsement. VIRGINIA - Virginia State Office of Consumer Affairs, Department of Agricultural and Consumer Services, PO Box 1163, Richmond, VA 23218, WASHINGTON - Charities Division, Office of the Secretary of State, State of Washington, Olympia, WA 98504-0422, 1-800-332-4483. WEST VIRGINIA - Residents may obtain a summary of the registration and financial documents from the Secretary of State, State Capitol, Charleston, WV 25305. Registration with any of these state agencies does not imply endorsement, approval or recommendation by any state.

EXHIBIT 10



Do Nor Bend

T1609FP

BurnRescue September Fridge Photo — Ask

Quantity: 635

Mail Date: 9/30/16

Photos Enclosed

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BurnRescue * P.O. Box 96054 * Washington, DC 20090-6054

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Attorneys' Eyes Only WON04091



P.O. Box 96054 Washington, DC 20090-6054 www.BurnKescus.org

T1609FP

BurnRescue September Fridge Photo — Ask

Quantity: 635

Mail Date: 9/30/16

September 30, 2016

Dear Sample A. Sample,

When I wrote to thank you for your last donation, I promised to send a before and after photo of a child we were able to save thanks to generous donors like you.

I'm happy to present you with the photos and story of a brave young man named Ashutosh (Ash) who suffered for years with debilitating burn scars. Thanks to your generosity, he can now move freely and even play his favorite sport! **You helped transform his life**.

I hope you put these photos on your fridge or someplace prominent as a happy reminder of the impact your donation has had.

If you have room on your fridge for more photos, there are many more children like Ash who are still waiting for a surgery they can never afford. If you are in a position to send us another donation, we sure could use your help.

All our partners have huge backlogs of children who are waiting for surgery. Like Ash, many of them have been waiting for years.

Will you please help us help one more child?

Thank you very much for your generous help and support — we couldn't do anything without it.



Brian Mullaney Co-Founder



100% of all donations goes towards our free surgery programs.

A founding donor pays all admin and fundraising expenses.

Yes, I'd like to help ANOTHER child!

\$75 that	can	provide	ongoing	follow-up treat	iments

☐ \$50 that can provide necessary medications

 \square \$25 that can supply bandages

☐ My best gift of \$_____

T1609FF

BurnRescue September Fridge Photo — Ask

Quantity: 635 Mail Date: 9/30/16

Please reply by: November 25, 2016
Thank you for your continued support!



☐ Please send me updates about the life-changing work of BurnRescue. My email address is:

Please mail this reply form with your check payable to **BurnRescue** in the envelope provided. Thank you!

To make a gift with a credit card, please see other side.

To donate online, please visit www.BurnRescue.org.

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15 million children who've been horribly burned could be saved by a \$300 miracle surgery

It is one of the biggest medical problems in the developing world.

Bigger than tuberculosis and HIV combined. Bigger than breast cancer. In the developing world, where billions still heat, light, and cook with open fires, someone is horribly burned every five seconds.

Many burn victims are so deformed and disfigured, they face a lifetime of pain and suffering. A burn injury often destroys movement and function, too. It can prevent a child from walking. It can turn a hand into a closed fist. It can fuse a child's head to their chest or fuse their fingers together forever.

The consequences are devastating. Severely burned children don't attend school, get a job, or marry. Often, they're kept hidden away in shame at home and are considered a burden to their families. A child who has been severely burned in a developing country has no hope, no future, no chance.

Most of these children suffer their entire lives because their families can't afford the life-changing surgery they need.

BurnRescue was created to help the millions of children in developing countries who have been severely burned.

Children with burns suffer needlessly, simply because they are poor. Please help.

Burns are the biggest global health problem you have never heard of. More than a billion people living in extreme poverty still use open fires, kerosene lamps, and cheap cookstoves which result in all kinds of burn accidents.





BEFORE

AFTER

Many of the victims do not survive because they are too poor to afford proper treatment. The ones that do survive are often disfigured and deformed in ways that affect not only the way they look but their mobility and function.

The good news is that many of the most severe burn scars can be completely fixed through a simple reconstructive surgery that can take less than an hour and costs as little as \$300. That's all it takes to save a child from a lifetime of pain and suffering. Please send us a donation. We'll use it to save a severely burned child and give them a second chance at life that they never thought they'd get.

To see your gifts at work, visit: www.BurnRescue.org

LEGACY GIFTS To name BurnRescue in your will or set up any other type of legacy gift, please contact us at 212-729-3166 and one of our staff members will help you.

TRIBUTES AND MEMORIALS Tribute gifts are a perfect way to show a loved one you care about them while also providing lifesaving help to severely burned children. If you'd like to make a gift in honor of a loved one, please call us at 212-729-3166 and one of our staff members will help you.

MATCHING GIFTS If your employer matches your charitable contributions, it's a simple way to increase the impact of your gift! Please ask your Human Resources Department if they match charitable gifts, and ask for a copy of their matching gift form to possibly double or even triple the impact of your gift. Please send all matching gift forms to: BurnRescue, P.O. Box 96054, Washington, DC 20090-6054

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If you prefer, we accept:



Card #_

Exp. Date

Signature .

Gift Amount \$ _

Visit our website at www.BurnRescue.org to make a secure donation online.

BurnRescue sometimes allows other worthy organizations to mail to our donors. If you do not wish to receive these mailings or if you'd like to change the frequency of mailings from us, let us know. We are happy to

respect your wishes. BurnRescue is a WonderWork charity program. WonderWork is a 501(c)(3) nonprofit, charitable organization recognized by the IRS. All donations are tax deductible in accordance with the law.



For six long years he suffered from severe burns. Today, he has a smile and a "thank you" for you.



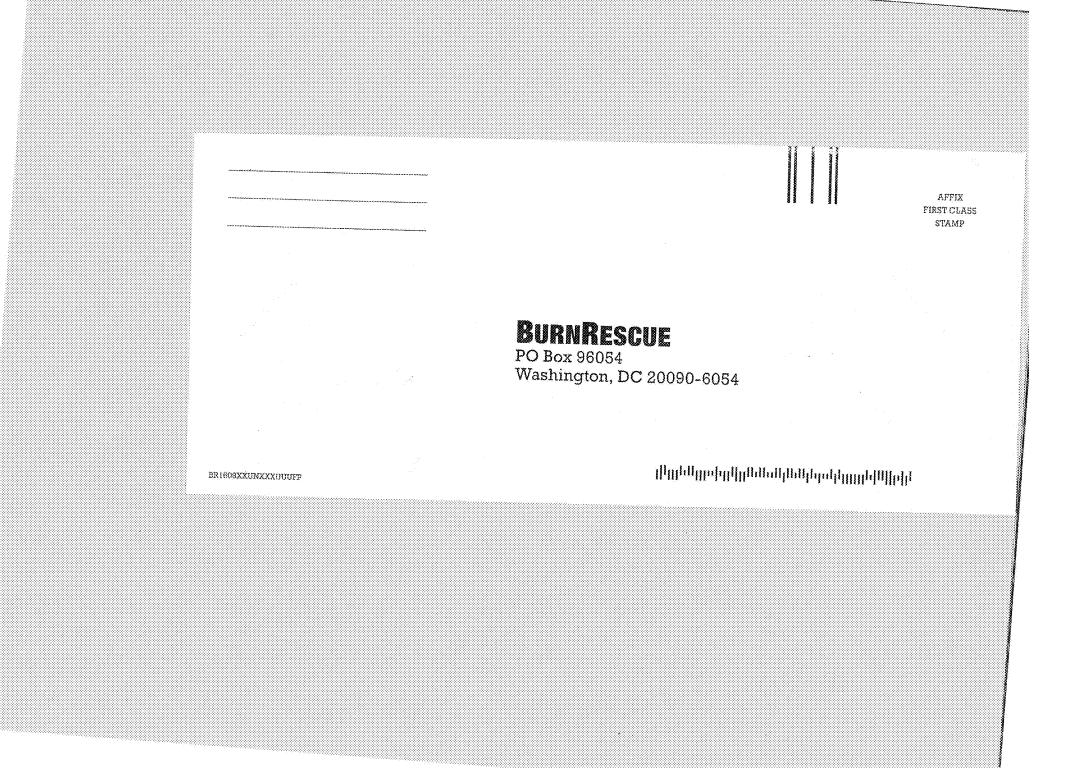
Ashutosh's mother was busy when he came home from school one fateful day. So the little boy tried to make his own tea, and struck a match to light the gas stove. Ashutosh didn't know there was a gas leak. In an instant, his clothes caught on fire. He was quickly engulfed in flames.

His entire upper body was badly burned.
Ashutosh, affectionately called Ash, survived the horrifying burns and endured incredible pain. But his burn scars were so severe and crippling, he could barely move his arm.

Today, thanks to your generosity, Ash's life has been changed forever ... because BurnRescue's expert surgeons were able to perform the miracle surgery that he needed to restore movement to his arm. Now, as you can see, he is able

to move his arm and shoulder freely. He can go to school, and even play cricket ... his favorite sport! Ash's family could never have paid for this surgery on their own. That is why they are so grateful for caring friends like you. Thank you!

Life-changing surgeries for severely burned children.

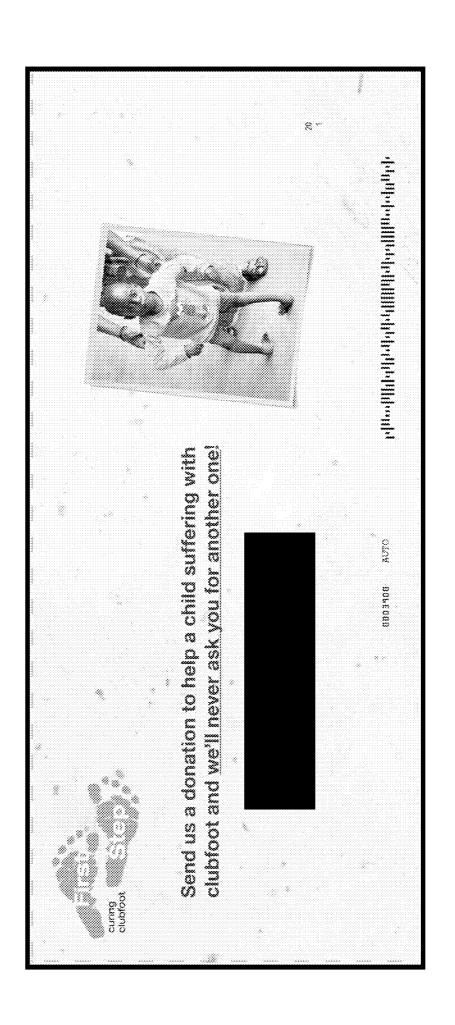


Attorneys' Eyes Only WON04095

BurnRescue is a WonderWork charity program. Your gift is very much appreciated and may be tax deductible pursuant to IRC §170(c). A copy of our latest financial report may be obtained by writing to our principal office at 411 Fifth Avenue, Suite 702, New York, NY 10016 (212) 728-3166. Requests for financial statements, information returns or other information may be directed to "Compliance Officer" at the address and telephone number above. If you are a resident of one of these states, you may obtain financial information directly from the state agency: FLORIDA - A COPY OF THE OFTICIAL REGISTRATION AND FINANCIAL INFORMATION MAY BE OBTAINED FROM THE DIVISION OF CONSUMER SERVICES BY CALLING TOLL-FREE, 1-800-438-7383 (800-HELP-FLA) WITHIN THE STATE OR VISITING www.800iteipfia.com. Fl. Reg.#CH38659; GEORGIA - A full and fair description of programs and our financial statement summary is available upon request at the office and phone number indicated above; MARYLAND -- For the cost of copies and postage, Office of the Secretary of State's tate House, Annapolis, MD 21401; MISSISSIPPI -- The official registration and financial information of WonderWork may be obtained from the Mississippi Secretary of State's office by calling 1-868-236-6167; NEW JERSEY -- INFORMATION FILED WITH THE ATTORNEY GENERAL CONCERNING THIS CHARITYABLE SOLICITATION AND THE PERCENTAGE OF CONTRIBUTIONS RECEIVED BY THE CHARITY DURING THE LAST REPORTING PERIOD THAT WERE DEDICATED TO THE CHARITYABLE PURPOSE MAY BE OBTAINED FROM THE ATTORNEY GENERAL OF THE STATE OF NEW JERSEY BY CALLING (973) 504-6215 AND IS AVAILABLE ON THE INTERNET AT http://www.state.nj.us/ps/ca/charim.ltm.; NEW YORK - Office of the Attorney General, Department of Law, Charities Bureau, 126 Broadway New York, NY 10271; NORTH ACROLING -- FINANCIAL INFORMATION ABOUT WONDERWORK AND A COPY OF OUR LICENSE FRE AVAILABLE FROM THE STATE SOLICITATION LICENSING BRANCH AT 1-888-830-4989. THE LICENSE IS NOT AN ENDORSEMENT BY THE STATE PENNSYLVANIA - The official registration and financial in

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EXHIBIT 11



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Please mail this reply form with your check payable to **FirstStep** in the envelops provided. To make a gift with a credit card, please see other side. Thank you!

visit www.tatStap.org.

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P.O. Box 96055 Washington, DC 20090-6055 www.1stStep.org





Dear

Imagine if you were a 7-year-old girl who was born with clubfoot — one of the world's worst birth defects.

And you lived in one of the world's poorest countries. In a refugee camp. In a small hut made of sticks and a floor made of mud.

Not long ago, we met such a girl and it broke my heart.

It was 110 degrees at Dadaab, the world's largest refugee camp on the Somalian border and I was working there for a charity I co-founded called Smile Train. Over the past decade, as former CEO of Smile Train, my team and I helped provide more than 700,000 free cleft surgeries for children.

But there was nothing we could do to help this girl because we only provided cleft surgeries.

I am sure this poor girl is still there today. Crawling because she can't walk. Crying because she can't go to school. Have any friends. And will never marry. Her life is over before it even began. The picture I took of her shows a child who has no future, no hope, no chance.

The saddest part of this story is that it could have a happy ending.

They've invented a cure for clubfoot.

It's more of a miracle than just a cure. One that can straighten even the most twisted and deformed feet. Permanently.

The most amazing part is what it costs. Not tens of thousands of dollars. It costs just \$250. To save a desperate child from a lifetime of pain and suffering. Imagine how much you would pay to save your daughter if she was born with clubfoot.

(over, please)



Send us a donation to help a child suffering with clubfoot and we'll never ask you for another one!

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Clubricat is one of the most common birth defects in the developing world. The good news is that it can be easily, permanently and safely cured for just \$250. But most of these children and their families are so poor, they'll never receive it unless someone helps them. YOU could be that someone.

FirstStep provides free treatment for children born with clubfoot who can't afford them. By making a monthly gift of just \$20 (around 65¢ per day), you can help provide the funding for at least one of these miracle procedures to prevent a lifetime of suffering.

Your monthly commitment will be automatically charged to your debit or credit card, and you'll never have to mail a check, find an envelope, or buy a stamp to help a child with clubfoot. Simply fill in the credit card information below and become a monthly supporter to save a child today!

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Think how this girl would feel when she can stand up on her own two feet for the first time in her life.

When she can skip rope, make friends and go to school.

How much would this mean to her parents who are so worried about how their daughter will survive when they are gone.

There are <u>more than 2,000,000 children</u> in developing countries suffering with clubfoot. Almost all of them could be saved by a miracle cure that costs just \$250.

That's why we started FirstStep.

To give millions of children suffering with clubfoot the chance to stand up on their own two feet for the first time in their lives.

To provide a miracle cure that can give desperate children their futures back – and a second chance at life that they never thought they'd get.

To help children no one else will help.

But we can't do anything without your help.

We receive no support from the government. Or large corporations, 99% of our funding comes from generous donors like you.

YOU can make a miracle happen for a child that desperately needs it.

YOU can save a child from a lifetime of heartache and suffering.

YOU can change a child's life with one donation, one gift, one time.

Please. Send us a donation of any amount and we will use it to change a child's life. To thank you, I will also send you a photo of a child we've helped.

A DONATION OF SE 250 OR MORE MAKES YOU A FRANCING DONOR!

Something you can put on your fridge - that will put a smile on your face.

Thank you for helping us,

Brian Mullaney

P.S. Millions of young children with clubfoot are hoping and praying for the cure that can help them walk for the first time in their lives. Send a gift today and see for yourself the difference you can make in the life of a little girl or boy who has never been able to walk before. Thanks again!

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A small monthly gift can help a child walk for the first time!

Clubfoot is one of the most common birth defects in the developing world. The good news is that it can be easily, permanently and safely cured for just \$250. But most of these children and their families are so poor, they'll never receive it unless someone helps them. YOU could be that someone.

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Your monthly commitment will be automatically charged to your debit or credit card, and you'll never have to mail a check, find an envelope, or buy a stamp to help a child with clubfoot. Simply fill in the credit card information below and become a monthly supporter to save a child today!

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Something you can put on your fridge - that will put a smile on your face.

Thank you for helping us,

Brian Mullaney

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A DONATION OF SIL 250 OR MORE MAKES YOU A FRANDING DONOR!

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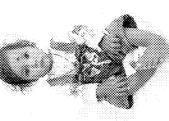
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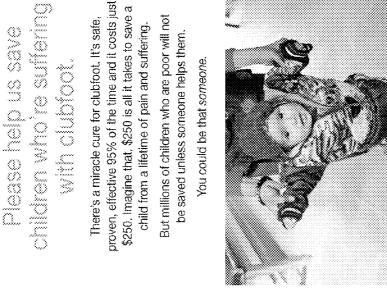
weeks, these casts straighten the feet just as braces Instead of trying to cure clubfoot through surgery as was done for decades, the patient's feet are put into back and a new cast is put on. Gradually, over six a series of casts. Each week, the patient comes are used to straighten crooked teeth.

needs to wear braces, at night, to keep the feet from After the feet are completely straightened, the child slipping out of alignment. The braces are no longer needed after a few years.

The end result - in 95% of the cases - are perfectly straight feet that will stay straight for the rest of the child's life. This miracle

clubfoot in the world. The only most effective, affordable and developing world can't afford cure for clubfoot is by far the practical approach to fixing extreme poverty, more than problem is that because of 2 million children in the this cure - even though









FirstStep is a WonderWork charity program. WonderWork, Inc. is a:



Attorneys' Eyes Only

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with clubfoot are waiting ## 0025 HR \$220

save a child who is suffering with one of the worst birth For less than the cost of a pair of fancy shoes, you can defects in the world: clubfoot.

or severe. This painful, crippling condition can prevent Clubfoot is when a baby is born with one or both feet severely deformed and twisted inward. It can be mild children from ever being able to stand or walk. Most

children with clubfoot in the developing world are treated like social outcasts. They're not allowed to attend school, get a job, marry or raise a family. They have no hope, no future,

FirstStep was created to help the millions of children in developing countries who are suffering with clubfoot.

no chance.

But we can't do it without your help.

With one donation, one time, for one child, you can provide a miracle cure that will change a child's life forever.





WE empower local DOCTORS AND HOSPITALS in developing countries.

FirstStep empowers local doctors through free training, equipment and crucial financial support. This is by far to deliver care to poor children in developing countries. he smartest, most cost-effective and productive way We're helping very poor but very proud communities nstead of sending doctors on 2-week missions, become self-sufficient one patient at a time.

Setting high stendents for PATIENT

Our protocols and policies ensure our patients receive he best care possible. We audit results and provide he safety of our patients is always our #1 priority. ree training for all of our partners.

deiping patients no one else will help

places other charities won't go. We help children who have been waiting for years, sometimes decades, for We work in the poorest countries in the world. We ackle problems no one else will touch. We go to he miracle cure that can save them.

save us millions of dollars. Our staff is tiny. Our rent is We are one of several WonderWork charity programs hat are helping children suffering with major medical Extremely low overhead and administration costs came with free furniture. All of our email, file servers problems in the developing world. By sharing office space, personnel, equipment, furniture, etc. it will half what everyone else is paying and our offices



and even telephones are up in the cloud. This means much more of YOUR donation goes to what you want it to: helping children.

Me're a BRAND NEW PROGRAM WITH 150+ years of experience.

that is focused on solving clubfoot. Helping children Our senior managers have created and led some of and talent to create the world's first major program give them back their future - and a second chance no one else will help. With a miracle cure that can countries. FirstStep is using all of that experience charities in the world. Some of them have been 1 million surgeries in 80 of the world's poorest Altogether we've already provided more than the most well-known and successful surgical helping provide free surgeries for children in developing countries since the early 1980s. at life that they never thought they'd get

375546-B.indd 2



Providing valuable public information is one of our most important programs and an important part of our mission.

What is clubfoot?

Clubfoot, also known as talibes equinovarus, is a condenital condition Approximately one out of every 750 children is born with clubfoot. the foot to turn upside down. Clubfoot can affect both feet, known both feet are affected. Clubfoot is about twice as likely to occur in boys than in girts. When a child is born with clubfoot, the tendons in the leg and foot are shorter than normal. They pull the foot into determity is reversible with early treatment, in a normal foot, the downward. In a person with clubfoot, the foot is turned down and making it one of the most common birth defects in the world. An ranges from mild to severe, in some severe cases, it may cause estimated 80% of the cases can be found in developing nations. Almost half of all clubfoot cases are bilateral, which means that ankle rests at a 90 degree angle and the sole of the foot faces as bilateral or it may only affect one foot, known as unitateral. An estimated 2,000,000 children live with untreated clubfoot. an abnormal position, which results in bone deformity. This inward, like the shape of a golf club. The severity of clubfoot that causes one or both feet to be twisted inward and down.

How is clubfoot diagnosed?

Clubfoot is diagnosed with a simple physical exam. Sometimes doctors may do additional tests like X-rays. Clubfoot can sometimes be seen on an ultrasound before birth. Even though it cannot be treated before the baby is born, this kind of early diagnosis can help parents prepare and plan for treatment. The earlier the treatment, the higher the chances are of success.

What is the cause of clubfoot?

The cause is not known, but the condition may be passed down through families in some cases. Genetic influences increase with family history, especially if one or more direct family members were born with clubfoot. Risk factors include: If Gender — Boys are twice as likely as girls to be born with clubfoot. Z. Family History — It a parent or another child had clubfoot, the risk increases; Clubfoot is not caused by something the mother did or did not do during pregnancy.

What is the treatment for clubfoot?

The Ponseti method, developed by Dr. Ignacio Ponseti, is a minimally invasive non-surgical treatment for clubfoot. The clubfoot is manipulated and placed in a series of casts to maintain the corrected position. In just 6 to 8 weeks the process gradually straightens the bones, tendons, and muscles into proper alignment. This method is particularly satilled for developing countries where there are tew orthopedic surgeons. The technique is easy to learn by health professionals, is very cost-effective, and is 95%+ effective. Over the past decade, the Ponseti method has become the mainstream treatment for clubfoot, and is increasingly boing used to belo children with clubfoot in the developing world. Some severe cases of clubroot will need surgery if other treatments do not work, or if the problem returns. The child should be monitored by a health care provider until the foot is fully grown.

What is the Ponseti freatment for clubfoot?

The position, placement, and timing of the casts are deliberate, and intended to stretch and rotate the fool into a proper position. Over a series of weeks, the foot is manipulated and the casts are replaced in a process called serial casting. The casts are applied to maintain the corrected position of the foot. In most cases, this manipulation and casting are sufficient to correct the clubfoot deformity. Additionally, a small procedure may be necessary to cut if the idnt Achilles rendon to allow the foot to

assume its normal position. Once the casts are removed, the child will usually wear nighttime braces until about age five.

Does the Ponseti method always work?

The Ponseti method is almostalways completely successful, with success rates over 95%. It some severe cases, surgery may be required to correct the position of the dubfoot. Most often surgery is needed in cases where the child has other developmental anotherms, or if the child begins treatment later in life. The earlier treatment is completed, the higher the rate of success.

What should I do if I have a child with clubfoot?

Parents of infants born with clubfoot should be reassured that if their baby is treated using the Ponseti Method, the baby should have normal looking feet with good mobility and function.

Treatment should begin in the first week or two of life. If treated early on in life and treated properly, a baby that has no other complications should be able to lead a full, normal life, which includes playing sports. Less than 5% of infants born with clubfeet may have such severe cases that they require special treatment and may need surgery, which could create problems later on in life.

When should treatment for clubfoot begin?

The treatment for clubfoot should start as soon as possible in a child's life. The Ponseti method is usually started in the baby's first two weeks of life. Though best if started in infancy, success can also be seen in older children.

What are signs to watch for during and after treatment?

If your child is being treated for clubfoot, call your health care provider if: The toes swell, bleed, or change color under the cast. The cast appears to be causing significant pain; The toes disappear into the cast, The cast slides off. The foot begins to turn in again after treatment; Your child develops a fever; Your child develops chills, A greenish drainage is coming from the cast.

Are there possible complications?

Clubfeet may not be completely fixed. However, treatment can improve the appearance and function of the foot. Treatment may be less successful if the clubfoot is linked to other birth disorders.

Attorneys' Eyes Only

375547-B.pdf Page 1

October 6, 2014 15:42:11

What happens if the clubfoot relapses?

Clubfoot tends to relapse without proper care after the stretching and casting process. In order to prevent the foot from moving back to the incorrect position, the child must wear a brace.

What if clubfoot goes untreated?

If clubfoot is left untreated, it can lead to the inability to walk, infection and/or chronic pain.

Can surgery cure clubfoot?

Surgery does not "cure" clubfoot, it improves the appearance of the foot but diminishes the strength of the muscles in the foot and leg, causing stiffness later in life. Surgical correction limits the motions of the foot joints, and the foot often becomes painful at midlife in addition, the recurrence of the deformity can occur even after surgery. Foot and ankle surgeons have noticed that adult patients who were surgically treated for clubfoot in infancy have weak, stiff and often very painful feet.

If clubioot repair surgery is needed, what is involved?

together in the body. Tendons are tissues that help attach muscles to placed in the foot; A cast is placed on the foot after surgery to keep it foot and around the inside part of the foot; Your child's surgeon may tendon at the back of the foot is almost always cut; Older children or bones. A clubfoot occurs when tight tendons and ligaments prevent in position while it heals; Sometimes a splint is put on first, and the deformity after surgery may need more surgery. Also, children who the foot from stretching into the right position. To repair a clubfoot, one or two cuts are made in the skin, most offen on the back of the have not had surgery yet may need surgery as they grow. Types of surgery they may need include: Osteotomy: Removing part of the during the surgery. Ligaments are tissues that help hold the bones more severe cases may need some bone cut. Sometimes, pins are clubfoot is; Your child's age; What other treatments your child has had; Your child will have general anesthesia (asleep and pain-free) cast is placed a few days later; Older children who still have a foot make the tendon around the foot longer or shorter. The Achilles The type of surgery that is done depends on: How serious the

bone: Fusion or arthrodesis: Iwo or more bones are fused together. The surgeon uses bone from somewhere else in the body; Metal pins or plates may be used to hold the bones together for a while.

Why is the surgery performed?

A baby who is born with a clubfoot is first treated with a cast to stretch the foot into a more normal position; A new cast will be placed every week so the foot can be stretched into position; Cast changes continue for about 2 months. After casting, the child wears a brace for several years.

Clubroot repair surgery may be needed if: The cast or other treatments do not fully correct the problem; The problem comes back.

Older children or adults may need surgery if: A clubfoot was never treated; They still have foot problems after treatment.

What are the risks of surgery?

Risks from any anesthesia are: Breathing problems; Reactions to medicines; Risks from any surgery are: Bleeding; Infection. Possible problems from clubfoot surgery are: Damage to nerves in the foot; Foot swelling; Problems with blood flow to the foot, Wound bealing problems.

What happens before clubfoot repair surgery?

Your child's doctor may. Take a medical history of your child, Do a complete physical examination of your child; Do x-rays of the clubfoot, Test your child's blood (do a complete blood count and check electrolyles or cletting factors).

Always tell your child's doctor or nurse: What drugs your child is taking; Include drugs, herbs, and vitamins you bought without a prescription.

During the days before the surgery. About 10 days before the surgery, you may be asked to stop giving your child aspirin, ibuprofen (Advil. Motrin), or any other drugs that make it hard for your child's blood to clot, Ask your child's doctor which drugs your child should still take on the day of the surgery.

On the day of the surgery: Usually, your child will not be able to drink or eat anything for 4 —6 hours before the surgery; Only give your child a small sip of water with any medicine your doctor told you to give your child; Your child's doctor or nurse will tell you when to arrive for the surgery.

What happens after surgery?

Depending on the surgery that is done, your child may go home on the same day or stay in the hospital for 1 to 3 days right after the surgery. The hospital stay may be longer if surgery was also dene on the bones. The child's foot should be kept in a raised position. Medicine may help control the pain. The skin around your child's cast will be checked often to make sure it stays pink and healthy. Your child's boes also will be checked to make sure they are pink and your child can move and feel them. These are signs of proper blood flow. You're thid will have a cast on for 6 – 12 weeks. It may be changed several times. Before your child leaves the hospital, you will be taught how to take care of the cast. When the last cast is taken off, your child's doctor will probably prescribe a brace, and may refer your child for physical therapy. The therapist will teach you exercises to do with your child to strengthen the foot and make sure it says flexible.

What is the prognosis following surgery?

After recovering from surgery, your child's foot will be in a much better position. Your child should be able to have a normal, active life, including playing sports. But the foot may be stiffer than a foot lift has not been treated with surgery. In most cases of clubroot, if only one side is affected, the child's foot and calf will be smaller than normal for the test of the child's floot and calf will be smaller than normal for the nest of the child's life. Children who have had clubroot surgery may need another surgery later in life.

FirstStep has provided the above materials for information purposes only. This information is not intended as a substitute for professional medical advice. Please consuit with your doctor or other medical professional about cluiptoot and cluibfoot treatment.

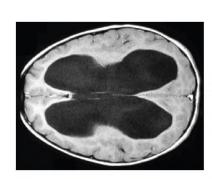
Information was derived from Ponseti International Association, the U.S. Government National Institutes of Health and the World Health Organization FSTIN

October 6, 2014 15:42:11

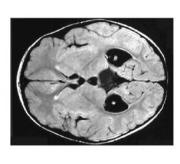
375547-B.pdf Page 2

EXHIBIT 12

Surgery For The Poor Will Provide A \$300 Surgery That Solves Hydrocephalus.



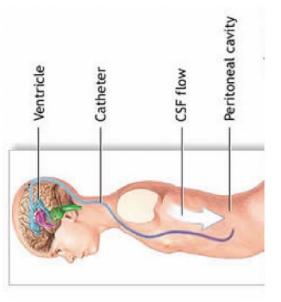




automatically drains excess fluid away from the brain, underneath the skin into the abdominal cavity. A surgeon inserts a "shunt", (a thin straw-like device) in the ventricular cavity of the brain which



In developing countries, 99% of children born with hydrocephalus never receive treatment because they cannot afford it.



This procedure takes a couple of hours, costs about \$300 and saves a life.

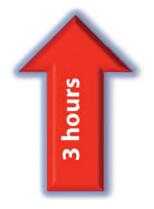


Not one major charity is dedicated to helping children suffering with hydrocephalus in developing countries. Until now.

EXHIBIT 13

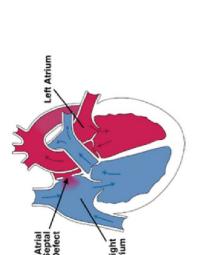
Surgery For The Poor Will Provide A \$2,000 Surgery That Cures Hole-In-The-Heart.







Hole-in-the-heart refers to a range of different birth defects that affect the heart and if left untreated can cause death. The vast majority of these "holes" can be fixed through surgery that places a patch over the hole. Once fixed, these problems do not come back and patients live healthy, normal lives.



A hole-in-the-heart most often involves a small hole between the left and right atriums.



Tens of thousands of children in developing countries are on long waiting lists waiting for surgery.



Not one major charity is dedicated to helping children with hole-in-the-heart in developing countries. Until now.

EXHIBIT 14

From: Karen Lazarus [karen@wonderwork.org]

Sent: Friday, February 12, 2016 2:53 PM

To: Brian Mullaney

CC: DeLois Greenwood; Hana Fuchs Subject: Re: Better Business Bureau

Attachments: X BBB WWBrochure-AnnualReport reduced FY14.pdf; X BOD EffectivenessPolicy

[1].docx; X_BBB_applicationDRAFT_Feb12,2016.pdf

Hi Brian, here's the Draft Annual Report with the pages we discussed. Since it's FY2014, I've used the MAB and BOD from that period. However, I did put asterisks for those people who are no longer with the organization. The Effectiveness Policy attached is from a template provided by the BBB that I modified a bit.

I've also attached a PDF of the application so you can see the changes I incorporated as of our last email exchange yesterday.

Below are a couple remaining questions/follow up comments:

Page 2 – Mission Statement. ("Please state your organization's purpose/mission statement as it appears in your articles of incorporation, by laws, and/or other office source"):

WonderWork provides free, life-changing surgeries for children and adults who are blind, severely burned or crippled with clubfoot. Instead of sending American doctors on missions, WonderWork empowers local doctors through free training, equipment and financial aid. This is our standard mission statement we usually use. However, if we take it from an official source, per BBB, see below.

Per 990:

WonderWork provides treatment, surgery and related assistance to children and adults everywhere including those in developing countries, suffering from disease, illness or disability.

Per Articles of Incorporation:

WonderWork provides treatment, surgery, and related assistance to children and adults everywhere, including those in developing countries, suffering from disease, illness, or disability, including but not necessarily limited to blindness, club foot, hydrocephalus, pediatric cardiac surgery, and burns; and to further support medical institutions and other charitable organizations engaged in the provision of these services; as well as to educate doctors and the public on potential treatments and surgical techniques, and creating general awareness of these disabilities and available treatments.

=======

Page 2 – Principal Program Service Activities – I have revised again per your comments below.

WonderWork is focused on 3 medical problems that affect tens of millions of poor children and adults in the developing world. Each problem can be easily solved through a simple surgery or procedure that takes very little time and costs very little money:

Blindness: 20 million children and adults who are blind today could see tomorrow if they received a 15-minute surgery. But most of them they are too poor to afford it. The eye surgery we provide can restore the eyesight of a blind child or adult in as little as 15 minutes.

Clubfoot: 2 million children in the world who are suffering with clubfoot could be cured through a miracle cure. A series of casts straighten the feet in just 6 weeks. Then the child wears a brace at night for several years to keep them in line. This cure is 95% effective.

Burns: 15 million children who have been severely burned can be transformed through surgery that can separate skin that has been fused together. This new freedom of movement can be a lifesaver for a child or adult who has been deformed and crippled by severe burns.

Most of the patients we treat live below the global poverty line of \$1.25/day. Most have never seen a doctor before. The

vast majority of them could never even afford the surgery they need without help from organizations like WonderWork.

To maximize our reach, WonderWork has formed partnerships with 75 hospitals and organizations that are helping children and adults in 60 of the world's poorest countries. Instead of sending doctors on 2-week missions, but rather by providing local doctors crucial financial support, we empower them to help children and adults in their own communities.

Local surgical teams can provide ten times as many surgeries as a mission group can – for one-tenth the cost.

As the safety of our patients is our #1 priority, our WonderWork medical partners are selected based on their experience, credentials and ability to deliver quality clinical care. We also have a Medical Advisory Board which is composed of the best and brightest surgical experts in the world. They help evaluate and set the standards for safety and quality for all medical programs.

To date, WonderWork has helped provide more than 135,000 surgeries to children and adults who are blind, severely burned and crippled with clubfoot.

========

Page 4 - didn't we have a board meeting in both October and December, 2015? You say our last meeting was 9 months ago. I AM USING THE BOARD MEETING IN THE LAST COMPLETED FISCAL YEAR. THIS IS APPARENTLY WHAT THEY WANT, AS I ALREADY CONFIRMED THIS.

Where does it say that? And if that is so, I am not the Chairman as I wasn't during the last fiscal year. Are you sure about this? My BBB contact had told me over the phone to use the last completed fiscal year (it's not clear what to use). If I try to list more than the most recently completed fiscal year, I get the following error message: There is a problem with the information in this section: List board meetings in question 3 only if they fall within your last fiscal year." Regarding your question about the board positions, true, you were not Chairman in the last fiscal year, however, the questions seem to indicate that the most current information is needed. I can confirm this with my BBB contact. The form does not make this very clear.

========

Page 5 – outside consulting firms

The question is "In the past year, did your organization hire any of the following:" To me, this means "past fiscal year" however, I will verify with my BBB contact. Again, the form is somewhat vague with regards to which year(s) to use. As you said, we hired CDR in December 2014.

========

Page 5 – comments regarding compensation – my revision below.

WonderWork engaged a leading executive compensation firm to provide competitive compensation data and analysis for our CEO. This firm deemed our CEO's compensation was fair and reasonable. His compensation is also approved by our Board.

========

Regarding the references to "more than one program activity," this has been adjusted in those 2 places.

========

Regarding the "call to action" for the Joint Costs, I updated the response (which I believe you already saw in yesterday's email), but including it again, just in case:

For blindness, we asked the recipient to follow a variety of simple steps for maintaining healthy eyes: have a comprehensive dilated eye exam, know your family's eye health history, eat right to protect your sight, maintain a healthy weight, quit smoking or never start, wear protective eyewear, give your eyes a rest. etc.

For burns, we told the recipient how they can prevent fires and burns by doing some of the following: installing smoke alarms in one's home, practice getting in and out of the house through various exits, avoid wearing loose-fitting clothes while cooking, never smoke in bed or leave burning cigarettes unattended, etc. We also told the recipient what to do as well as what not to do when treating burns.

For clubfoot, we asked the recipients to seek treatment in the first week or two of life if a baby is born with clubfoot; as well as signs to watch for during and after treatment. We explained to recipients what happens if the clubfoot goes untreated or what can happen if it relapses. We explained different treatment options from casting to surgery, as well as the various risks involved.

From: Brian Mullaney < brian@wonderwork.org > Date: Thursday, February 11, 2016 2:57 PM

To: Karen Lazarus < karen@wonderwork.org >

Cc: DeLois Greenwood <delois@wonderwork.org>, Hana Fuchs <hana@wonderwork.org>

Subject: Re: Better Business Bureau

Thanks – my comments below.

From: Brian Mullaney < brian@wonderwork.org >
Date: Thursday, February 11, 2016 12:22 PM
To: Karen Lazarus < karen@wonderwork.org >
Cc: DeLois Greenwood < delois@wonderwork.org >

Subject: Better Business Bureau

Hi,

Here are just a few comments on the paper version you gave me this week....

You say 9 employees. I count

- 1. Brian
- 2. Delois
- Karen
- 4. Hana
- 5. Janet
- 6. Vera7. Tiffany
- 8. Angie
- 9. Ujjal HANA DOES NOT COUNT UJJAL AS AN EMPLOYEE, SINCE HE'S A CONSULTANT.
- 10. Michele

I would not count Mike Schell as it is so infrequent. WE DIDN'T.

Page 2 – they ask for program service activities – what we do. You talk about three areas – that is good. THEY WANT IT TO BE NO LONGER THAN 250 WORDS. BELOW IS WHAT I WROTE IN THE BOX. I ADDED A LITTLE ADDITIONAL LANGUAGE IN RED WHICH BUMPS IT UP OVER THE 250 WORDS, BUT I THINK THAT WON'T BE A BIG PROBLEM. You have a lot of generic stuff about the problems and solutions.

They want to know what WE DO. How we work. You never mention empowering local surgeons, providing financial support, training, equipment, etc.

Medical advisory board. Etc.

WonderWork is focused on 3 medical problems that affect tens of millions of poor children and adults in the developing world. Each problem can be easily solved through a simple surgery or procedure that takes very little time and costs very little money:

Blindness: 20 million children and adults who are blind today could see tomorrow if they received a 15-minute surgery. But most of them they are too poor to afford it. The eye surgery we provide can restore the eyesight of a blind child or adult in as little as 15 minutes.

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Burns: 15 million children who have been severely burned can be transformed through surgery that can separate skin that has been fused together. This new freedom of movement can be a lifesaver for a child or adult who has been deformed and crippled by severe burns.

WonderWork has formed partnerships with 75 hospitals and organizations that are helping children and adults in 60 of the world's poorest countries. Instead of sending volunteer American doctors on 2-week medical missions, these life-changing surgeries are provided by local surgeons so that they can help the people in their communities.

As the safety of our patients is our #1 priority, our WonderWork medical partners are selected based on their experience, credentials and ability to deliver quality clinical care. We also have a Medical Advisory Board which is composed of the best and brightest surgical experts in the world. They help evaluate and set the standards for safety and quality for all medical programs.

To date, WonderWork has helped provide more than 135,000 surgeries to children and adults who are blind, severely burned and crippled with clubfoot.

I wasn't complaining about length. I was pointing out that they wanted to know what we do and you talk about everything but that. The only thing you say that we do is form partnerships and we have a MAB. You don't say what we do or how we do it. You never even say we empower local surgeons in developing countries which is our core program.

Page 4 – didn't we have a board meeting in both October and December, 2015? You say our last meeting was 9 months ago. I AM USING THE BOARD MEETING IN THE LAST COMPLETED FISCAL YEAR. THIS IS APPARENTLY WHAT THEY WANT, AS I ALREADY CONFIRMED THIS.

Where does it say that? And if that is so, I am not the Chairman as I wasn't during the last fiscal year. Are you sure about this?

We have not hired any outside fundraising firms in past 12 months. (We hired CDR in december, 2014.) I WAS USING THE

PAST "FISCAL YEAR" NOT CALENDAR. I GUESS THIS IS A BIT OF A TOSS UP. HOWEVER YOU WANT TO GO, SEEMS HARMLESS EITHER WAY.

You have to be consistent – can you please show me where they say answers should be for last fiscal year? How did you "confirm" that?

Page 5 - yes I believe the board sees the auditors management letter – check with Hana. I CHECKED WITH HANA A SECOND TIME AND SHE CONFIRMED THAT "THERE WERE NO RECOMMENDATIONS, THEREFORE NO LETTER."

NOTE PER BBB: The auditor's "management letter" refers to a letter of recommendation written to the charity's board of directors that includes any relevant auditor recommendations regarding accounting practices such as internal controls, operating procedures, and/or overall accounting policies. This letter should not be confused with the "auditor's opinion" which is part of the audit report.

Don't know why you include comments regarding compensation – what you wrote is about my duties not compensation plus I do not know what "surgical scalability" is. I THOUGHT THAT WE SHOULD MENTION HOW YOU ARE ESSENTIALLY RESPONSIBLE FOR ALL ASPECTS OF THE ORGANIZATION FROM FUNDRAISING TO PROGRAMS, ETC.. IF YOU FEEL THIS COMMENT IS UNNECESSARY, NOR HELPFUL, TO SUPPORTING YOUR TOTAL COMPENSATION, WE CAN REMOVE IT. IT IS NOT A REQUIRED COMMENT.

wouldn't it be more relevant to state it was reviewed and deemed fair and reasonable by an independent compensation expert ir what ever they call those folks?

Page 9

Does your organization have more than obe major program activity? You wrote no – don't we have several major program activities? Surgery? Public Information? Building a hospital? I HAVE ADJUSTED THIS. YOU ARE CORRECT. I THOUGHT "SURGERY" WAS OUR SOLE PROGRAM ACTIVITY AND NEGLECTED PUBLIC INFORMATION (HOSPITAL WOULD BE AN ACTIVITY FOR THIS COMING YEAR). THEY DON'T ASK TO LIST REGARDLESS.

Page 10 - they are asking what the call to action is from "joint activity" and you do not list one. Take care of their eyes, avoid..... Be careful around fires, etc. Look at our materials and include all the good advice and call to actions we include in all three causes. ORIGINALLY I HAD ONLY INCLUDED BLINDNESS BECAUSE I WAS THINKING OF WHAT WE DO CURRENTLY, BUT GOING BACK TO 2014, YOU ARE CORRECT, WE NEED TO INCLUDE ALL CAUSES. BELOW IS MY ADJUSTED COPY.

For blindness, we asked the recipient to follow a variety of simple steps for maintaining healthy eyes: have a comprehensive dilated eye exam, know your family's eye health history, eat right to protect your sight, maintain a healthy weight, quit smoking or never start, wear protective eyewear, give your eyes a rest. etc.

For burns, we told the recipient how they can prevent fires and burns by doing some of the following: installing smoke alarms in one's home, practice getting in and out of the house through various exits, avoid wearing loose-fitting clothes while cooking, never smoke in bed or leave burning cigarettes unattended, etc. We also told the recipient what to do as well as what not to do when treating burns.

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Page 11 – we have more than one program activity.

YES, ADJUSTING THIS AS WELL. WE WILL NEED TO PROVIDE THE "PROGRAM ACTIVITY" FY16 BUDGET BREAKOUT. HANA IS LOOKING AT THIS NOW.

Thanks

h

Brian Mullaney

Co-Founder/CEO

WonderWork 420 Fifth Avenue, 27th Floor New York, NY 10018 tel: 212.729.1855

cell: 917.902.7550

email: brian@wonderwork.org

www.WonderWork.org

Watch two blind sisters see their mom for the first time!

More than 7,500,000 people have watched this heart-warming video so far. It was the #1 watched video on the National Geographic website for 2014.



TIME magazine named WonderWork "One of 10 Ideas That Can Change The World."

EXHIBIT 15

Karen Lazarus SmileTrain 41 Madison Ave. 28th floor New York, NY 10010 212-689-9199 www.SmileTrain.org

Watch the trailer for our Academy Award®-winning documentary, Smile Pinki http://www.smiletrain.org/site/PageServer?pagename=video_smile_pinki

Subject: Important Message from Mohan from Orbis Date: Wednesday, December 30, 2009 1:51 PM From: Karen Lazarus klazarus@smiletrain
To: Brian Mullaney klazarus@smiletrain.org
Priority: High

He wants to know if you want to meet on Monday 1/11 (day after you get back from Africa) with this guy, James Ueltschi who sits on Orbis' Finance Committee. This guy would be extending his flight to meet with you, so unfortunately, I need to let Mohan know within the next couple of hours if this is something you'd want to entertain. I know we discussed you not coming in on that Monday, but if you feel this is worthwhile, I'll arrange it for a time that you prefer.

Thanks! Karen

From: Mohan Jacob Thazhathu [mailto:Mohan.Thazhathu@orbis.org]

Sent: Tuesday, December 29, 2009 5:12 PM

To: Brian F. Mullaney Cc: Karen Lazarus Subject: Call

Dear Brian

Hope you had a wonderful holiday. Wish you in advance a great new year 2010! I particularly look forward to the SmileTrain – ORBIS partnership.

Recently I was in India with one of your partner hospitals. The work that you do in eliminating cleft deformities is impressive. I am sure we can replicate this to eliminate blindness worldwide.

I have been briefing the ORBIS Board on our discussions. Our Board Finance Committee Chair, Mr. James Ueltschi, is very interested in meeting you in person to discuss areas of mutual interest.

I understand you will be traveling to Kenya during early January 2010. Would you be able to meet with Jim and me on the Monday, 11th of January?

Please let me know. Look forward to hearing from you.

Page 1 of 2

Best regards

Mohan

Mohan Jacob Thazhathu Chief Operating Officer ORBIS International 520, 8th Avenue, 11th Floor New York, New York 10018

Tel: 1 646 674 5507 Fax: 1 646 674 5599

Web: www.orbis.org

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Subject: Response from Mohan

Date: Wednesday, December 30, 2009 4:10 PM From: Karen Lazarus < klazarus@smiletrain > To: Brian Mullaney < bmullaney@smiletrain.org >

Priority: High

Mohan seems very keen on you at least speaking with him and Jim Ueltschi before you leave for Africa if possible. Apparently Jim is the son of Albert Ueltschi (who is 91 and worth \$1.9 billion dollars, #246 on the Forbes Richest Americans list) and Jim handles his philanthropy. According to Mohan, they are interested in wiping out blindness and donating millions to do so. Would you be open to me setting up a conference call with them tomorrow??

Albert Ueltschi
Worth \$1.9 billion
Source Berkshire Hathaway (A) (quote: BRK.A)
Service, Self made
Age 91
Marital Status Widowed, 4 children
Hometown Vero Beach, FL, United States
Education University of Kentucky, Drop Out

Kentucky farm boy inspired to fly planes after hearing radio broadcast of Charles Lindbergh's 1927 transatlantic flight. Opened hamburger stand to raise money for lessons. Dropped out of U. of Kentucky to pursue flying career; spent 26 years as PanAm pilot. Started FlightSafety pilot training school in 1951. Public in 1968; bought out by Warren Buffett's Berkshire Hathaway for \$1.5 billion in stock and cash 1996. Stake in Berkshire worth \$1.9 billion today. Nonagenarian fights blindness through Orbis International; nonprofit group operates flying eyesurgical center.

From: Mohan Jacob Thazhathu [mailto:Mohan.Thazhathu@orbis.org]

Sent: Tuesday, December 29, 2009 5:12 PM

To: Brian F. Mullaney Cc: Karen Lazarus Subject: Call

Dear Brian

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Please let me know. Look forward to hearing from you.

Best regards

Mohan

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Fax: 1 646 674 5599

Web: www.orbis.org https://mail.orbis.org/exchweb/bin/redir.asp?URL=http://www.orbis.org

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Subject: Thank you from Mohan regarding CEO Forum

Date: Tuesday, January 19, 2010 10:53 AM
From: Karen Lazarus <klazarus@smiletrain>
To: Brian Mullaney <bmullaney@smiletrain.org>

Presentation for Mohan – did you want me to send it to him? Not sure if you already responded to his email. Thanks.

From: Mohan Jacob Thazhathu [mailto:Mohan.Thazhathu@orbis.org]

Sent: Sunday, January 17, 2010 2:45 PM

To: Brian Mullaney Cc: Karen Lazarus Subject: Thank you

Dear Brian

Thank you very much for meeting with Jim Ueltschi and myself. We think that the opportunity for a partnership between SmileTrain and ORBIS will be very synergistic. Combining patient services to the training and human resources component will be a powerful one to eliminate cataract, the major cause of blindness in the world. As Jim explained, ORBIS is designing a completely new approach to training of cataract surgeons. We will heavily lean on the aviation and flight training methodologies appropriated for ophthalmology.

Also, Thank you very much for hosting the NPO dinner. Jack McHale and I enjoyed your impressive presentation, especially the reducing cleft prevalence in the world. I would very much appreciate if you could kindly share the presentation. I would like to show this to Jim.

By the way, as you suggested I contacted Atul Gawande. He is a bit preoccupied with his book promotion but he is interested in the ORBIS strategy to train cataract surgeons.

Thanks you and best regards

Mohan

Mohan Jacob Thazhathu Chief Operating Officer ORBIS International 520, 8th Avenue, 11th Floor New York, New York 10018

Tel: 1 646 674 5507 Fax: 1 646 674 5599

Web: www.orbis.org www.orbis.org

Subject: Jim Ueltschi - 772-231-1780 (h); 772-713-5845 (cell) - Mohan's contact Date: Wednesday, January 27, 2010 5:18 PM From: Karen Lazarus <klazarus@smiletrain>

To: Brian Mullaney

smullaney@smiletrain.org>

Karen Lazarus SmileTrain 41 Madison Ave. 28th floor New York, NY 10010 212-689-9199 www.SmileTrain.org

Watch the trailer for our Academy Award®-winning documentary, Smile Pinki http://www.smiletrain.org/site/PageServer?pagename=video_smile_pinki

EXHIBIT 16

Subject: Thank you

Date: Sunday, January 17, 2010 3:44 PM

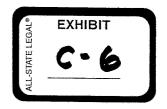
From: Mohan Jacob Thazhathu <mohan.thazhathu@orbis.org>

To: Brian Mullaney

smiletrain.org>

Cc: <klazarus@smiletrain.org>

Dear Brian



Thank you very much for meeting with Jim Ueltschi and myself. We think that the opportunity for a partnership between SmileTrain and ORBIS will be very synergistic. Combining patient services to the training and human resources component will be a powerful one to eliminate cataract, the major cause of blindness in the world. As Jim explained, ORBIS is designing a completely new approach to training of cataract surgeons. We will heavily lean on the aviation and flight training methodologies appropriated for ophthalmology.

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By the way, as you suggested I contacted Atul Gawande. He is a bit preoccupied with his book promotion but he is interested in the ORBIS strategy to train cataract surgeons.

Thanks you and best regards

Mohan

Mohan Jacob Thazhathu Chief Operating Officer ORBIS International 520, 8th Avenue, 11th Floor New York, New York 10018

Tel: 1 646 674 5507 Fax: 1 646 674 5599

web: www.orbis.org https://mail.orbis.org/exchweb/bin/redir.asp?URL=http://

www.orbis.org>

EXHIBIT 17

Subject: Thank you - Update

Date: Thursday, April 29, 2010 6:59 AM

From: Mohan Jacob Thazhathu <mohan.thazhathu@orbis.org>

Dear Brian



Thank you for the great, as expected, presentation to the ORBIS Board. However, the end of the day was melodramatic. Ophthalmologists and Pharmaceutical interests won the day. The Board decided to keep the cataract initiative separate from ORBIS main stream.

The Board has also decided to reassign me as the lead for the cataract initiative independently reporting to the Board and Jim Ueltschi. I asked time till I get back from my week long vacation to give my answer. So this could work out to be an opportunity for a real start up for one of the most worthy causes of the 21st century yet to be addressed.

Looks like I am in a similar situation as you were ten 11 years ago with Operation Smile, though may not have big enough legs fill your shoes. I would very much like to get your advice and brainstorm some ideas before I give my answer to the ORBIS Board. Can you please spare some time during the week of May 10?

It was coincidental, this attached report was released yesterday quantifying for the first time the global economic cost of visual impairment at \$3 trillion. By logic, almost a third of it could be attributed to cataract. This could mean that a \$35 manual small incision cataract surgery could save \$4,030 per capita in GDP terms.

Look forward to hearing from you.

Mohan

Mohan Jacob Thazhathu Chief Operating Officer ORBIS International 520, 8th Avenue, 11th Floor New York, New York 10018 Tel: 1 646 674 5507

Fax: 1 646 674 5599

Web: www.orbis.org <a href="https://mail.orbis.org/exchweb/bin/redir.asp?URL=https://mail.orbis.org/exchweb/bin/redir.asp?URL=http://www.orbis.org/exchweb/bin/redir.asp?URL=http://www.orbis.org/exchweb/bin/redir.asp?URL=http://www.orbis.org/exchweb/bin/redir.asp?URL=http://www.orbis.org/exchweb/bin/redir.asp?URL=http://www.orbis.org/exchweb/bin/redir.asp?URL=https://www.orbis.org/exchweb/bin/redir.asp?uRL=https://www.orbis.org/exchweb/bin/redir.asp?uRL=https://www.orbis.org/exchweb/bin/redir.asp?uRL=https://www.orbis.org/exchweb/bin/redir.asp?uRL=https://www.orbis.org/exchweb/bin/redir.asp?uRL=https://www.orbis.org/exchweb/bin/redir.asp?uRL=https

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Page 1 of 2

EXHIBIT 18

Subject: Re: orbis

Date: Monday, May 3, 2010 12:12 PM

From: James Ueltschi <vero10@bellsouth.net>
Reply-To: "James Ueltschi" <vero10@bellsouth.net>
To: Brian Mullaney <bmullaney@smiletrain.org>



Brian, you were eloquent and said exactly what they needed to hear. I wasn't there when you realized that Operation Smile was defective, but I think I know now what you felt. The Orbis board was shaken to its core on Wednesday. A mirror was put in front of them and they pushed it away. That the 18 million desperately poor blind in developing countries can't get access to a 4 minute operation is a crime against humanity. That the Orbis board considers attacking this problem as a risky move and that their perceived PERSONAL liability should be a leading consideration is disgusting. They made it clear that they like the status quo and will fight anyone or anything to protect it. If this problem is to be addressed, I believe outsiders have the best chance for success.

The Orbis board has "reassigned" Mohan to the cataract initiative (note that I used small caps) which I judge to be a temporary face-saving move for now so they can keep an eye on us. They want it to be a separate legal and operating entity (no use of the Orbis name) so it doesn't offend Alcon and doctors. This way they can claim no direct responsibility until it is successful at which point they will have their hands out for their "fair share" of the fundraising dollars and tell everyone it was their idea all along.

What now? I know it may be a startling proposal in light of of your dedication and love for SmileTrain, but I will ask it anyway. How would you like to be the cofounder of a new organization dedicated to curing cataract blindness? You handle the marketing and I handle putting together the simulator technology and the training systems. My guess is we need to raise \$25 million from outside sources as a start. That is why I have been meeting with Goldman and others. We would like their money, but we need their expertise in raising venture capital. A financial insitution partner with street credibility will make raising money quickly easier. My thought is we will need to attract venture capital from charitable investors first, but we need a plan. I believe we can "sell" this if we have good partners and an outstanding and credible pitch. Cataract blindness costs so much and the cure already exists and it so cheap to perform!

Think about it. These kind of opportunities/challenges don't come around often. If there is a good possibility that we can do this, we should seriously think about taking the shot rather than passing the ball to someone else. Success will require having people who want the ball when the game is on the line.

Let's talk.

Thanks, Jim

Page 1 of 4

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---- Original Message -----

From: Brian Mullaney <mailto:bmullaney@smiletrain.org>

To: 'James Ueltschi' <mailto:vero10@bellsouth.net>

Sent: Monday, May 03, 2010 9:47 AM

Subject: orbis

Hi Jim,

I feel horrible about your Board meeting. I hope that nothing I said made it worse!

Let me know what your new plan is and how I can help.

b.

Brian Mullaney

Co-Founder

SmileTrain

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one smile at a time

41 Madison Avenue, 28th Floor

New York, NY 10010

(212) 689-9199 ext. 225

email: brian@smiletrain.org

www.smiletrain.org www.smiletrain.org

Click here to watch the trailer for our Academy Award®-winning documentary, Smile Pinki Smile Pinki PageServer? pagename=video_smile_pinki>

EXHIBIT 19

Subject: Re: orbis

Date: Monday, May 3, 2010 8:40 PM

From: James Ueltschi <vero10@bellsouth.net>
Reply-To: "James Ueltschi" <vero10@bellsouth.net>
To: Brian Mullaney <bmullaney@smiletrain.org>



Wow. I like your thinking. Let me know what I can do. The cataract thing would be small potatoes. Again, board paralysis strikes again!!

I will let you know when I will be back in NY.

Keep thinking.

Best, Jim

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---- Original Message -----

From: Brian Mullaney <mailto:bmullaney@smiletrain.org>

To: 'James Ueltschi' <mailto:vero10@bellsouth.net>

Sent: Monday, May 03, 2010 3:59 PM

Subject: RE: orbis

HI Jim,

Well I must say, as painful as it is, you are doing the right thing. You be wasting your time, talent and money trying to drag that sad crew into the 21st century.

I love what you are doing and it is very tempting and I am honored you would want me to join you.

But I think the only thing I would ever even consider leaving Smile Train for is for something much bigger than clefts and even bigger than blindness.

Did you know there is no major charity focused on surgical disease?

I was hoping to use our success in clefts to go horizontal and create sister brands for causes like blindness, club foot, hole-n the heart, burns, hydrocephalus, etc. Virtually all of these causes have simple, low-cost, high-impact interventions that can save and or dramatically improve the lives of children.

For some reason, my board at Smile Train seems afraid of my business plan.

If you had any interest in this mission with blindness being one of the main "charity brands" and building a billion-dollar charity that helps

I have a small business plan and org chart that shows the incredible

synergies of sharing donors and marketing talent across many sister

500,000 children a year, we should talk.

With enough start-up capital, we could grow into a \$100,000,0000 charity very quickly.

Let;'s get together when you are up here for your Grandfather debut!

All the best,

charities.

h

From: James Ueltschi [mailto:vero10@bellsouth.net]

Sent: Monday, May 03, 2010 12:12 PM

To: Brian Mullaney Subject: Re: orbis

Brian, you were eloquent and said exactly what they needed to hear. I wasn't there when you realized that Operation Smile was defective, but I think I know now what you felt. The Orbis board was shaken to its core on Wednesday. A mirror was put in front of them and they pushed it away. That the 18 million desperately poor blind in developing countries can't get access to a 4 minute operation is a crime against humanity. That the Orbis board considers attacking this problem as a risky move and that their perceived PERSONAL liability should be a leading consideration is disgusting. They made it clear that they like the status quo and will fight anyone or anything to protect it. If this problem is to be addressed, I believe outsiders have the best chance for success.

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Think about it. These kind of opportunities/challenges don't come around often. If there is a good possibility that we can do this, we should seriously think about taking the shot rather than passing the ball to someone else. Success will require having people who want the ball when the game is on the line.

Let's talk.

Thanks, Jim

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Oriç	ginal Message
From: E	Brian Mullaney <mailto:bmullaney@smiletrain.org></mailto:bmullaney@smiletrain.org>
To: 'Jan	nes Ueltschi' <mailto:vero10@bellsouth.net></mailto:vero10@bellsouth.net>
Sent: M	londay, May 03, 2010 9:47 AM
Subject	t: orbis
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Page 7 of 10

said made it worse!

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b.

Brian Mullaney

Co-Founder

SmileTrain

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New York, NY 10010

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email: brian@smiletrain.org

www.smiletrain.org http://www.smiletrain.org

Click here to watch the trailer for our Academy Award®-winning documentary, Smile Pinki http://www.smiletrain.org/site/PageServer? pagename=video_smile_pinki>

Subject: Fw: follow up

Date: Thursday, July 1, 2010 9:52 AM

From: James Ueltschi <vero10@bellsouth.net>
Reply-To: "James Ueltschi" <vero10@bellsouth.net>
To: Brian Mullaney <bmullaney@smiletrain.org>

Morning Brian, when can we talk?

Thanks, Jim



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---- Original Message -----

From: James Ueltschi <mailto:vero10@bellsouth.net>
To: Brian Mullaney <mailto:bmullaney@smiletrain.org>

Sent: Tuesday, June 29, 2010 10:51 AM

Subject: Re: follow up

Hi Brian, YES, I am interested. Hold a spot for us! Let me know when we can talk.

Thanks, Jim

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---- Original Message -----

From: Brian Mullaney <mailto:bmullaney@smiletrain.org>

To: James Ueltschi <mailto:vero10@bellsouth.net>

Sent: Tuesday, June 29, 2010 7:35 AM
Subject: follow up
Hi Jim,
I enjoyed seeing your father again and meeting Chris Graves. Chris is definitely a big wig, if he will help you that is a plus.
Here is my advice.
I think your idea is excellent and feasible.

But I don't think you are going to succeed the way you are going about this. I think you are just going to keep having these meetings that lead to a lot of good feelings and few results. You and your father are very nice, very successful guys. You can get meetings with just about anybody but I don't see any of these folks doing what you seem to expect them to. As I have said, I could be wrong, but you have to help yourself and not expect Goldman to put together a sales presentation for this or Cris Graves to deploy Ogilvy's considerable resources for this mission. Another handicap you have is that you and your father are very wealthy anyone who meets with you will quickly discover that. Manyh folks will have a hard time giving money to some folks who are so privileged.

Anyhow, here is what I would do if I were you.

I would stay part of Orbis as a division for a number of reasons we have discussed. Or at least I have discussed with Mohgan.

I would find a marketing person to oversee an aggressive direct mail program. Mohan is a great guy but knows nothing about marketing or direct response.

I would create a killer powerpoint that pitches the idea to big prospects.

I would create a sales video

I would create a sales brochure.

The way you present this idea can be improved 10,000%.

My Smile Train Board rejected my plans to create the world's largest surgical disease charity so I have some cycles now that I did not before. If you want to hire me as a consultant I would be happy to help you. I am going to take on 2-3 major charities as clients and help them achieve the same success Smile Train has. If do not want to hire me I will still help you as best as I believe in your cause. But I won't have as much time as I have been giving you.

Let me know if you are interested in discussing this further. I will probably commit to my 2-3 clients within 30 days or so, one has already signed on.

Al the best,

Brian

Brian Mullaney

Co-Founder

SmileTrain

Changing the world one smile at a time

41 Madison Avenue, 28th Floor

New York, NY 10010

(212) 689-9199 ext. 225

email: brian@smiletrain.org <mailto:brian@smiletrain.org>
www.smiletrain.org <http://www.smiletrain.org>

Click here to watch the trailer for our Academy Award®-winning documentary, Smile Pinki http://www.smiletrain.org/site/PageServer? pagename=video_smile_pinki>



Chairman



August 23, 2010

Dear Friends,

On July 28th, a majority of the members Board of Directors of ORBIS International failed to approve a resolution supporting the pilot phase of the Cataract Initiative. Although I am personally very disappointed with this decision and I think it is a major strategic error for ORBIS, I want to assure you of my personal commitment to validating the efficacy of high fidelity simulator training of Manual Small Incision Cataract Surgery (MSICS). If this pilot is as successful as I expect it to be, we intend to train thousands of MSICS specialists to serve their communities. For the first time, the 19 million poor with cataract blindness today will have real hope of sight restoration. That they are blind for want of a 5-10 minute inexpensive surgical procedure is intolerable in my mind.

HelpMeSee, the new organization, will continue the work we started, independent of ORBIS. We have assembled a top-notch team of medical, simulator engineering, management, development and financial experts. They have produced wonderful work so far. I expect great things from them. Mohan Jacob Thazhathu, former COO of ORBIS and my son, Jim, former ORBIS treasurer, will lead the organization. They have my full confidence.

I want to thank Brian Mullaney, co-founder of Smile Train, for donating the HelpMeSee logo and website domain to us. His advice and encouragement have been invaluable. What he has accomplished at Smile Train is truly remarkable. Smile Train is a model that works because it incentivizes providers and demands high quality outcomes for patients. Under Brian's leadership, Smile Train is fulfilling its mission one smile at a time. We intend to keep listening and learning from him.

We want to encourage all concerned individuals and organizations whether governmental, private, or non-profit to join us. Together, we can solve this human tragedy, which represents almost 50% of all blindness. August is Cataract Awareness Month. In the United States and other developed countries, cataract treatment is widely available. I ask you to think about the suffering of so many millions of poor. They live in blindness every month, every day, every hour and every minute.

Please visit our website: www.helpmesee.org. Send us your comments and suggestions. Participate and engage with us and your colleagues.

Thank you for your support in the past. We look forward to it now and into the future. The poor cataract blind have waited too long!

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A Berkshire Hathaway company

al Wellet

EXHIBIT

C-5

SMILE TRAIN, INC. 41 Madison Avenue, 28th Floor New York, New York 10010

October 14, 2010

By Hand Delivery

Mr. Brian F. Mullaney c/o Smile Train, Inc. 41 Madison Avenue 28th Floor New York, NY 10010

Re: Separation Agreement and Release

Dear Brian:

This letter sets forth our agreement ("Agreement") concerning your separation from employment with Smile Train, Inc. and each of its affiliates worldwide, as listed in Exhibit A (collectively for purposes of this Agreement, "Smile Train"), including our mutual goal of putting in place an orderly transition of your responsibilities at the organization over the coming months.

- 1. Provided this Agreement becomes effective (as described in Paragraph 23) and you meet the terms and conditions of this Agreement, from October 13, 2010 through the close of business on June 30, 2011 (the "Separation Date") (this period will be known in the Agreement as the "Transition Period"):
 - a. You will continue to be employed as the chief executive officer and president of Smile Train, an exempt position at Smile Train. During the Transition Period you will continue to be involved in Smile Train fundraising activities, as directed by the Chairman of the Board of Directors or the Chairman of the Audit Committee, or their respective designees. You will not be responsible for, nor will you perform, any further operational activities during such period, unless requested to do so by the Chairman of the Board of Directors or the Chairman of the Audit Committee or their respective designees. Notwithstanding the prior sentence, during the Transition Period you will be expected to provide your full cooperation in transitioning your responsibilities and to assist Smile Train in its search for your successor.
 - b. During the Transition Period you will continue to be paid the same base annual salary you were earning on September 30, 2010. During this period you will also accrue paid vacation leave in accordance with Smile Train's policy on the subject.

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- c. You will receive a bonus related to Smile Train's fiscal year ending June 30, 2010 in the gross amount of \$250,000.00. This payment will be made in a lump sum, within ten (10) business days after the Agreement becomes effective (as described in Paragraph 23).
- d. You will resign from any officer or advisory position you currently hold at Smile Train, effective on the Separation Date.
- e. Your employment through the Separation Date is contingent upon your full cooperation in transitioning all of your responsibilities prior to your departure. Notwithstanding anything herein to the contrary, your employment with Smile Train continues to be at-will, and nothing contained in this Agreement should be interpreted as in any way limiting this at-will relationship or as creating an employment contract.
- f. The Smile Train Board of Directors will make a \$500,000 grant to the Charitable Organization to provide it with initial operating funds. For purposes of this Agreement, the term "Charitable Organization" shall mean a newly created Section 501(c)(3) charitable organization, which will be dedicated to surgical disease other than clefts (e.g., blindness, burns, cataracts) (the "Charitable Organization") and of which you will serve as President. Such grant will be made no later than December 31, 2010, provided the Charitable Organization is in good standing as a charitable organization and authorized to accept the grant.
- You will continue to be paid all salary due for time worked through the Separation Date in accordance with Smile Train's regular payroll schedule, and you will receive a payment for any accrued and unused vacation days that you have as of the Separation Date. Payment for any carned but unpaid salary, as of the Separation Date, and for accrued, unused vacation will be made on Smile Train's regularly scheduled payroll day next following the Separation Date.
- During the Transition Period, your coverage and benefits under Smile Train's employee benefit plans will continue in accordance with the terms of the plans. When your coverage under the applicable Smile Train's group health plan ends, you will be eligible to apply to continue your group health plan coverage for a period of time in accordance with the terms of the applicable plan and applicable law ("Continuation Coverage"). More information about the Continuation Coverage will be sent to you under separate cover. Please note that Smile Train reserves the right to modify or terminate, at any time and in its sole discretion, the benefits provided under, and the premiums and charges related to, its benefit plans.
- 4. Provided you remain in active employment through the Separation Date, continue to meet the terms and conditions stated in this Agreement and the Release (as defined below), you timely sign a release of claims included in Exhibit B to the Agreement (which Smile Train will provide to you on your Separation Date) (the "Release"), and the Release becomes effective, Smile Train will:

- Provide you with separation pay in a total gross amount of \$1,125,000.00, Ē. provided such amount is the maximum amount deemed reasonable by an independent compensation consultant retained by Smile Train for this purpose during the Transition Period (the "Compensation Consultant"). In the event the Compensation Consultant identifies a different amount to be the maximum reasonable amount, the separation pay shall be the total gross maximum amount the Compensation Consultant deems reasonable. The separation pay due you under the terms of this Paragraph 4(a) shall be referred to as the "Separation Pay." Smile Train agrees to retain Bill Bennington as the Compensation Consultant, subject to a review of Mr. Bennington's qualifications by the Smile Train Compensation Committee. Smile Train will pay you the Separation Pay . in equal installments and once a month, over a three year period (the "Separation Pay Period"). No Separation Pay shall be paid until the Release becomes effective. The Separation Pay will begin to be paid within ten (10) business days after the Release becomes effective and the first Separation Pay installment will include any Separation Pay amounts you would have received had Separation Pay immediately commenced to be paid on July 1, 2011.
- b. Pay you a bonus of up to \$250,000.00, subject to the approval of Smile Train's Board of Directors, relating to Smile Train's fiscal year ending June 30, 2011. The bonus will be paid in a lump sum no earlier than the date the Release becomes effective and no later than August 31, 2011.
- c. Enter into a one-year consulting arrangement effective July 1, 2011, (the "Consulting Arrangement") for an annual payment of \$500,000, payable monthly (the "Consulting Fee"), with a consulting entity under your control (a "Consulting Organization") for the Consulting Organization to provide fundraising services to Smile Train. The Consulting Arrangement shall be renewable annually by Smile Train at its sole discretion. The Consulting Fee shall be subject to a determination by the Compensation Consultant that such amount is reasonable.
- d. Appoint you as Chairman of Smile Train's Board of Governors, effective July 1,
 2011, to serve as determined by the Smile Train Board of Directors.
- 5. During the Transition Period and following the Separation Date, you will continue to serve on Smile Train's Board of Directors, subject to Smile Train's bylaws and charter.
- 6. The payments and benefits provided under this Agreement will be subject to applicable federal, state and local income taxes and other applicable withholdings, to the extent required by law and in accordance with any other applicable withholding elections you have made.
- 7. The parties will jointly prepare and release a public statement regarding this transition and your departure from Smile Train. You agree that in discussing the circumstances of your departure, your comments will be consistent with this public statement.

- 8. Any requests for references should be directed to Smile Train's Board of Directors or its designee, whose representative will respond by confirming your date of hire and date of separation, last position held, salary level (if your written authorization has been obtained at the time of separation from employment) and state that it is Smile Train's policy not to provide any additional information.
- 9. You acknowledge and affirm the following:
 - a. The payments and benefits described in Paragraphs 1 through 4 above constitute the entire, maximum and only financial obligation of Smile Train to you of any kind or nature, including, without limitation, any salary, bonus, incentive compensation, financial obligation to you pursuant to Smile Train's policies, or remuneration of any kind, except for your non-forfeitable rights under the Employee Retirement Income Security Act of 1974, as amended, as described in Paragraph 16 of the Agreement.
 - b. You acknowledge and agree that the July 1, 2003 employment agreement between you and Smile Train, Inc. expired on June 30, 2006 (including any amendment to such agreement) and that you are not entitled to any severance payment under any Smile Train agreement, program, policy or practice other than the Separation Pay described in Paragraph 4.
 - You further acknowledge and affirm that you have no known workplace injuries or occupational diseases.
- You may be eligible for unemployment benefits under applicable law. For further information, you may call the New York State Department of Labor (Unemployment Insurance Division) at 1-888-209-8124.
- 11. You agree that you will immediately return to Smile Train (without retaining copies) all of Smile Train's property in your possession, custody or control, including, but not limited to, all documents, records, computer hardware, software, disks, keys, electronic devices, security or access cards, or other equipment (including the password(s) to use such property). After you have returned Smile Train's property, Smile Train will provide you with any Smile Train property that the Chairman of the Board of Directors or the Chairman of the Audit Committee or their respective designees determines is necessary to perform your responsibilities under Paragraphs 1, 4 and 5.
- You agree that you will at all times keep confidential all information concerning Smile Train, past and present members, founders, directors, officers, employees, donors, and grantees (hereinafter collectively, the "Smile Train Entities") and the activities that Smile Train has not made public, including but not limited to financial information, information concerning any grantees, vendors, consultants, employees or other Smile Train business relationships. The obligations of this Paragraph shall also apply to proprietary or confidential information of any third party that Smile Train Entities may have received in the normal course of your employment. In addition, except as provided under any Smile

Train grant commitment letter with respect to the Charitable Organization (the "Commitment Letter"), you agree to keep the existence and terms of the Commitment Letter confidential. You further agree to keep strictly confidential and not to disclose to anyone any information relating to the separation of your employment with Smile Train, including, but not limited to, the existence or terms of this Agreement and the Consulting Agreement (except as provided under the Consulting Agreement). Notwithstanding the foregoing, however, you may disclose the existence or terms of this Agreement (a) to your immediate family members and legal, financial and tax advisors, but only if those individuals first agree that they will maintain the confidentiality of the information and not disclose it to anyone, except if compelled by process of law; (b) as necessary to implement or enforce the terms of this Agreement; and (c) as required by law or court order or other governmental order.

13. You agree that you will not at any time, directly or indirectly, make any negative statement concerning Smile Train, and its past and present officers, trustees, directors, employees, representatives and agents (individually and collectively, for purposes of this Paragraph, the "Smile Train") (except that you may respond truthfully if compelled by process of law) or communicate with any representative of the media concerning any of Smile Train's activities. Further, you agree that you will not at any time, directly or indirectly, make any statement that is in any way adverse to the interest of Smile Train or that is likely to injure the good will and business reputation of Smile Train, except that you may respond truthfully if compelled by process of law.

Smile Train agrees that the members of its Board of Directors will not at any time, directly or indirectly, make any negative statement concerning you, except the members of the Board may respond truthfully if compelled by process of law. Further, Smile Train agrees that the members of its Board of Directors will not at any time, directly or indirectly, make any statement that is in any way adverse to your interest or that is likely to injure your business reputation, except that the members of the Board of Directors may respond truthfully if compelled by process of law.

- 14. You agree that during the Separation Pay Period you shall not:
 - Directly or indirectly or through any third party: (i) solicit or attempt to solicit, or (ii) assist (directly or indirectly) in the solicitation of or attempted solicitation of a Restricted Person (defined below) for a donation to the Charitable Organization, For purposes of this Agreement, the term "Restricted Person" shall mean any person or entity who donated to Smile Train \$25,000.00 or more in any one calendar year or whose donations to Smile Train, during any five calendar-year period, exceeded \$100,000.00 in the aggregate.
 - b. Work with any partner hospital that currently works with Smile Train (a "Partner Hospital"). Notwithstanding anything herein to the contrary, you shall not at any time take any action that would jeopardize Smile Train's relationship with a Partner Hospital or which would damage the good will and business reputation of Smile Train with its Partner Hospitals or otherwise.

Mr. Brian Mulianey October 14, 2010 Page 6

- c. Directly or indirectly through any third party: (i) hire, solicit or recruit (or attempt to hire, solicit or recruit) any person who is an employee or consultant of Smile Train; or (ii) assist, directly or indirectly, in hiring, soliciting, recruiting or inducing any such person for any other individual or entity.
- 15. You understand that the provisions of Paragraphs 11 through 14 are material terms of this Agreement and that your failure to comply with your obligations under these Paragraphs may result, among other things, in Smile Train's discontinuance of the payments and benefits being provided to you under Paragraphs 1 and 4 above. You agree that if you breach any of these provisions, it will be impossible to adequately compensate Smile Train with money damages alone.
- You acknowledge that the payments and benefits (including your continued employment 16. during the Transition Period) provided under Paragraph I of this Agreement are payments and benefits that you would not have been entitled to receive had you not agreed to the terms of this Agreement. In consideration of Smile Train providing these payments and benefits, you hereby release and forever discharge Smile Train and its directors, officers, employees, and their representatives, agents, successors and assigns (collectively, for purposes of this Paragraph, "Smile Train"), from all claims and liabilities of any nature, known or unknown, including, but not limited to, all actions, causes of action, suits, debts, sums of money, attorneys' fees, costs, accounts, covenants, controversies, agreements, promises, damages, claims, grievances, arbitrations and demands whatsoever, at law or in equity, by contract (express or implied), tort, or pursuant to statute or otherwise, that you now have, ever have had or will ever have based on, by reason of or arising out of any event, occurrence, action, inaction, transaction or thing of any kind or nature occurring prior to or the date of your execution of this Agreement. Without limiting the generality of the above, you specifically release and discharge any and all claims and causes of action arising, directly or indirectly, from your employment at Smile Train or the termination thereof, arising under the Age Discrimination in Employment Act, the Employee Retirement Income Security Act of 1974 (except as to claims pertaining to vested benefits under employee benefit plan(s) of Smile Train), Title VII of the Civil Rights Act of 1964, the Americans with Disabilities Act, the New York State Human Rights Law, the New York City Human Rights Law, and the New York Labor Law and all applicable amendments to the foregoing acts and lews, or any other local, state or federal law, statute, ordinance, rule, regulation, decision or order pertaining to employment or the termination thereof, harassment or retaliation, or discrimination on the basis of actual or perceived sex, age, physical or mental disability. or any other legally protected class status, that you may now have or ever have bad through the date you sign this Agreement. The payments and benefits provided under Paragraph 1 do not signify any admission of liability or wrongdoing by Smile Train.

This release will not affect any entitlement that you may have to the payments provided under this Agreement or to vested benefits under Smile Train's employee benefit plan(s) pursuant to Employee Retirement Income Security Act of 1974, as amended.

You agree that you are voluntarily executing this Agreement on your own behalf, and also on behalf of any heirs, agents, representatives, successors or assigns that you may have now or in the future.

The releases contained in this Paragraph 16 do not waive any claims that you may have that arise after the date you sign this Agreement.

- 17. You represent that you have not heretofore assigned or transferred, or purported to have assigned or transferred to any entity or person, any claim or cause of action released in Paragraph 16 of this Agreement, or any amount of money related thereto.
- 18. If any provision of this Agreement is held to be illegal, void or unenforceable, such provision shall be of no force or effect. However, the illegality or unenforceability of such provision shall have no effect upon, and shall not impair the legality or enforceability of, any other provision of this Agreement; provided, however, that upon any finding by a court (or other tribunal) of competent jurisdiction that any of the releases contained in Paragraph 16 are illegal, void or unenforceable, you agree, promptly upon the request of Smile Train, to execute a new general release that is legal and enforceable.
- 19. This Agreement shall be construed, interpreted and governed in accordance with the laws of the State of New York, without regard to the choice of law provisions thereof.
- 20. This Agreement will be binding on the parties' successors, assigns, heirs, distributees, executors, administrators and personal representatives.
- 21. It is mutually understood and agreed that this Agreement supersedes and revokes any and all earlier offers, oral and written, from Smile Train to you and that this Agreement and the Release constitute the entire understanding between you and Smile Train relating to the subject matter of this Agreement and that no one at Smile Train has made any oral or written promises to you that are not fully and accurately set forth in this Agreement. This Agreement may not be amended or canceled, nor may any of its provisions be waived, except in a writing signed by both you and an authorized representative of Smile Train.
- 22. You acknowledge that you have carefully read the entire terms of this Agreement; that you know and understand the binding effect of this Agreement; that you have had an opportunity to consult advisors of your choice; and that you voluntarily and knowingly agree to the terms of this Agreement.
- 23. Because this Agreement includes a release of claims under the Age Discrimination in Employment Act, federal law requires us to advise you that: (a) you should consult an attorney regarding this Agreement; (b) you have twenty-one (21) days from the date of your receipt of this Agreement to consider whether you want to sign it; and (c) if you do sign this Agreement within the twenty-one (21)-day period, you will have seven (7) days from the date you sign it to revoke your acceptance of its terms. If you accept this Agreement, you should deliver a signed copy of the Agreement, within the timeframes described in this Paragraph, to Patterson Belknap Webb & Tyler LLP, 1133 Avenue of

Mr. Brian Mullaney October 14, 2010 Page 8

the Americas, New York, NY 10036, attn: Tomer J. Inbar, Esq. (for purposes of this Agreement, "Patterson Belknap"). To revoke, you agree to deliver a written notice of revocation to Patterson Belknap. If Patterson Belknap does not receive a written revocation by the end of the seven-day revocation period, this Agreement will become effective and enforceable on the eighth day after you sign the Agreement. If this Agreement is not signed within twenty-one (21) days of your receipt of this Agreement, the offer contained in this Agreement shall be revoked and shall be null and void.

You acknowledge and agree that you have had your legal counsel, Sally Blinken, Esq., review this Agreement and you have participated jointly with Smile Train in the negotiation and draftling of this Agreement. If any ambiguity or question of intent or interpretation arises, this Agreement will be construed as if drafted jointly by you and Smile Train, and no presumptions or burden of proof will arise favoring or disfavoring any party by virtue of authorship of any provisions of this Agreement.

As a reminder, your employment by Smile Train through the Separation Date is contingent upon your full cooperation in transitioning your responsibilities prior to your departure, and nothing contained in this Agreement should be interpreted as in any way limiting your at-will relationship with Smile Train or as creating an employment contract. It is understood that the parties are bound by the terms and conditions set forth in this Agreement.

Please indicate your acceptance of and agreement to these terms by signing four original Agreements in the space provided below and returning two originals to Patterson Belknap. You may keep the other two originals for your and your attorney's records. Please note that if you make a handwritten change to this Agreement, such handwritten change will not be incorporated as a provision of this Agreement and will have no effect.

Mr. Brien Mullaney October 14, 2010/ Page 9

We look forward to confunding the work will you and rest, you the best of luck in all of your future endeavors. Thank you to rour soften buttons to Stalle Train.

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EXHIBIT A

LIST OF SMILE TRAIN AFFILIATES

Smile Train UK
Smile train Canada
Smile Train France
Smile Train Germany (The Smile Train Stiftung)
Smile Train India
Smile Train Italia

EXHIBIT B

RELEASE OF CLAIMS

June 30, 2011

You should thoroughly review and understand the effects of this Release of Claims ("Release") before signing it.

By signing this Release, you acknowledge and agree that:

- 1. The payments and benefits you are to receive pursuant to Paragraph 4 of the October 13, 2010 Separation Agreement and Release between you and Smile Train, Inc. (the "Agreement") exceed that to which you would have been entitled to receive upon your separation from Smile Train's employ had you not agreed to the terms of this Release. For purposes of this Release, the term "Smile Train" shall have the meaning ascribed thereto in the Agreement.
- In consideration of the payments and benefits provided under Paragraph 4 of the Agreement, you hereby release and forever discharge Smile Train and its directors, officers, employees, and their representatives, agents, successors and assigns (collectively, for purposes of this Paragraph, "Smile Train"), from all claims and liabilities of any nature, known or unknown, including, but not limited to, all actions, causes of action, suits, debts, sums of money, attorneys' fees, costs, accounts, covenants, controversies, agreements, promises, damages, claims, grievances, arbitrations and demands whatsoever, at law or in equity, by contract (express or implied), tort, or pursuant to statute or otherwise, that you now have, ever have had or will ever have based on, by reason of or arising out of any event, occurrence, action, inaction, transaction or thing of any kind or nature occurring prior to or the date of your execution of this Release. Without limiting the generality of the above, you specifically release and discharge any and all claims and causes of action arising, directly or indirectly, from your employment at Smile Train or the termination thereof, arising under the Age Discrimination in Employment Act, the Employee Retirement Income Security Act of 1974 (except as to claims pertaining to vested benefits under employee benefit plan(s) of Smile Train), Title VII of the Civil Rights Act of 1964, the Americans with Disabilities Act, the New York State Human Rights Law, the New York City Human Rights Law, and the New York Labor Law and all applicable amendments to the foregoing acts and laws, or any other local, state or federal law, statute, ordinance, rule, regulation, decision or order pertaining to employment or the termination thereof, harassment or retaliation, or discrimination on the basis of actual or perceived sex, age, physical or mental disability, or any other legally protected class status, that you may now have or ever have had through the date you sign this Release. The payments and benefits provided under Paragraph 4 of the Agreement do not signify any admission of liability or wrongdoing by Smile Train.

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This release will not affect any entitlement that you may have to the payments and benefits provided under the Agreement or to vested benefits under Smile Train's employee benefit plan(s) pursuant to Employee Retirement Income Security Act of 1974, as amended.

You agree that you are voluntarily executing this Release on your own behalf, and also on behalf of any heirs, agents, representatives, successors or assigns that you may have now or in the future.

The releases contained in this Paragraph 2 do not waive any claims that you may have that arise after the date you sign Release.

- 3. You acknowledge and affirm the following:
 - a. The payments and benefits provided for pursuant to Paragraphs 2 through 4 of the Agreement constitute the entire, maximum and only financial obligation of Smile Train to you of any kind or nature, including, without limitation, any salary, bonus, incentive compensation, financial obligation to you pursuant to Smile Train's policies, or remuneration of any kind, except for your non-forfeitable rights under ERISA, as described in Paragraph 2 of this Release, to which you may be entitled.
 - b. You acknowledge and agree that you are not entitled to any severance payment under any Smille Train agreement, program, policy or practice, other than the Separation Pay described in Paragraph 4 of the Agreement.
 - c. Your furthermore acknowledge that you have been paid and have received all leave (paid or unpaid), compensation, wages, bonuses and/or commissions to which you may be entitled and that no other leave (paid or unpaid), compensation, wages, bonuses and/or commissions are due to you, except as otherwise provided under this Release or the Agreement.
 - d. You furthermore affirm that you have no known workplace injuries or occupational diseases.
- 4. The payments and benefits provided pursuant to Paragraph 4 of the Agreement constitute consideration for this Release because you are receiving payments and benefits to which you would not otherwise have been entitled had you not signed this Release.
- The obligations under Paragraphs 11 through 14 of the Agreement survive in perpetuity.
- 6. Because this Release includes a release of claims under the Age Discrimination in Employment Act, federal law requires us to advise you that: (a) you should consult an attorney regarding this Release; (b) you have twenty-one (21) days from the date of your receipt of this Release to consider whether you want to sign it; and (c) if you do sign this Release within the twenty-one (21)-day period, you will have seven (7) days from the date you sign it to revoke your acceptance of its terms. To accept this Release, you

should deliver a signed copy of the Release, within the timeframe described in this Paragraph, to Patterson Belknap Webb & Tyler LLP, 1133 Avenue of the Americas, New York, NY 10036, attn: Tomer J. Inbar, Esq. (for purposes of this Agreement, "Patterson Belknap"). To revoke, you agree to deliver a written notice of revocation to Patterson Belknap. If Patterson Belknap does not receive a written revocation by the end of the seven-day revocation period, this Release will become effective and enforceable on the eighth day after you sign the Release. You may not sign this Release before July 1, 2011.

- 7. By signing this Release, you are confirming that you entered into this Release knowingly and voluntarily, after having had adequate time to consider it and having discussed it with an advisor of your choice.
- 8. You represent and warrant that you have not assigned or transferred, or purported to have assigned or transferred to any entity or person, any claim or cause of action released in Paragraph 2 of this Release, or any amount of money related thereto.
- This Release shall be binding upon, and shall inure to the benefit of, the parties and their respective heirs, distributees, executors, administrators, personal representatives, successors and assigns.
- 10. This Release shall be construed, interpreted and governed in accordance with the laws of the State of New York, without regard to the choice of law provisions thereof.
- 11. In case any part of this Release is found by a court (or other tribunal) of competent jurisdiction to be invalid, illegal or otherwise unenforceable, the validity, legality, and enforceability of the remaining provisions shall not in any way be affected or impaired by that finding; provided, however, that if any of the releases contained in Paragraph 2 of this Release is found to be invalid, illegal, or otherwise unenforceable, you agree, promptly upon the request of Smile Train, to execute a new general release that is legal and enforceable.
- 12. This Release and the Agreement set forth the entire agreement between you and Smile Train concerning their subject matter and supersede any and all prior oral or written agreements or understandings between us. Neither the Release nor the Agreement may be altered, amended or modified, except in a suitable writing signed by both you and an authorized Smile Train representative.

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Please sign below and return this Release to Patterson Belknap to indicate your acceptance of the foregoing. The duplicate original may be retained by you for your records. Please note that if you make a handwritten change to this Release, such handwritten change will not be incorporated as a provision of this Release and will have no effect.

By signing below, you acknowledge that you understand and agree to the terms of this Release.

-	-	
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Date

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For Official Use Or	niv >	Safe, accurate,	Visit the IRS website		
44444 Por Official 038 Off	•	FASTI Use at www.lrs.gov.			
a Employer's name, address, and ZIP	code	c Tax year/Form corrected d Employee's correct SSN			
SMILE TRAIN, INC.		2006 /w-2			
41 MADISON AVE		Corrected SSN and/or name (Check g if incorrect on form previously filed	this box and complete boxes f and/or (1.)		
28TH FLOOR		Complete boxes f and/or g only if inco	orrect on form previously filed >		
NEW YORK, NY 10010		f Employee's previously reported SSN			
b Employer's Federal EIN		g Employee's proviously reported name			
		h Employee's first name and initial BRIAN	Last name Suff. MULLANEY		
		64 PARKERS GLEN			
	lving MQGE, see the instructions	NEW CANAAN, CT 068	40		
for Forms W-2c and W-3c, box		i Employee's address and ZIP code			
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3 Social security wages	3 Social security wages	4 Social security tax withheld 4 Social security tax withheld			
5 Medicare wages and tips 451,666.67	5 Medicare wages and lips 694,356.67	6 Medicare tax withheld 6,549.17 8 Medicare tax withheld 10,06			
7 Social security tips 7 Social security tips		8 Allocated tips	8 Allocated tips		
9 Advance EIC payment	9 Advance EIC payment	10 Dependent care benefits 10 Dependent care benefits			
11 Nonqualified plans	11 Nonqualified plans	12a See Instructions for box 12	12a See Instructions for box 12		
13 Statutory Restrement Third-party employee plan stok pay	13 Statutory Retirement Third-party employee plan sick pay	12b	12b		
14 Other (see instructions)	14 Other (see Instructions)	12c	12c		
		12d	120		
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19 Local Income tax	19 Local income tax	19 Local income tax	19 Local income tax		
20 Locality name	20 Locality name	20 Locality name	20 Locality name		

Copy B-To Be Fllod with Employee's FEDERAL Tax Return

Form W-2C (Rev. 2-2009)

Corrected Wage and Tax Statement

Department of the Treasury Internal Revenue Service

44444 For Official Use O					
e Employer's name, address, and ZiP	code	c Tax year/Form corrected	d Employee's correct SSN		
SMILE TRAIN, INC.		2007 / w-2			
41 MADISON AVE.		Corrected SSN and/or name (Check g if incorrect on form previously filed			
28TH FLOOR		Complete boxes f and/or g only if inco			
NEW YORK, NY 10010		† Employee's previously reported SSN			
b Employer's Federal EIN		g Employee's previously reported name			
		h Employee's first name and initial BRIAN 6.4 PARKERS GLEN	Last name Suff. MULLANEY		
	lving MQGE, see the instructions	64 PARKERS GLEN NEW CANAAN, CT 06840			
for Forms W-2c and W-3c, box Previously reported	Correct information	1 Employee's address and ZIP code Previously reported	Correct Information		
1 Wages, tips, other compensation 720,000.00	1 Wages, tips, other compensation	2 Federal Income tax withheld	2 Federal income tax withhold		
3 Social security wages	3 Social security wages	4 Social security tax withheld	4 Social security tax withheld		
5 Medicare wages and tips 720,000.00	5 Medicare wages and tips 794,526.00	6 Medicare tax withheld 10,440.00	6 Medicare tax withhold 11,520.63		
7 Social security tips	7 Social security tips	8 Allocated tips	8 Allocated tips		
9 Advance EIC payment	9 Advance EIC payment	10 Dependent care benefits	10 Dependent care benefits		
11 Nonqualified plans	Nonqualified plans 11 Nonqualified plans		12a See Instructions for box 12		
13 Statutory Retirement Third-party employee plan stok pay	13 Statutory Retirement Third-party employee plan sick pay	12b	12b		
14 Other (see Instructions)	14 Other (see instructions)	12c	12c		
		12d	12d		
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16 State wages, tips, etc. 720,000.00	16 State wages, tips, etc. 794,526.00	16 State wages, tips, etc.	16 State wages, t/ps, etc.		
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Copy 1-State, City, or Local Tax Department

Subject: Re: Jim's program - Still being worked on Date: Thursday, November 4, 2010 4:40 PM From: Brian Mullaney

Spfmullaney@yahoo.com> To: Mohan Thazhathu <mjthazhathu@helpmesee.org>



Hi Mohan,

Any word on getting together? The sooner the better. I am meeting with Bloomberg next Wednesday. Getting very good feedback from the major philanthropists that I have met with so far.

Let me know.

В.

On 11/1/10 1:48 PM, "Mohan Thazhathu" <mjthazhathu@helpmesee.org> wrote:

Brian

Jim is still working with his lawyers dealing with Orbis on his visit to NY. I would also like it sooner than later. Could you please share the 2 proposals that you mentioned, as we await Jim's travel plans?

Mohan

HelpMeSee

Tel: +1 212 221 7633 Fax: +1 212 221 7604

www.helpmesee.org http://www.helpmesee.org/>

HelpMeSee, Inc. is a nonstock, not for profit, Delaware corporation. Pending 501 (c)(3) status by IRS.

From: Brian Mullaney [mailto:bfmullaney@yahoo.com]

Sent: Monday, November 01, 2010 9:12 AM

To: Mohan Jacob Thazhathu

Subject: Re: email

Ok. This week is better than Nov. 17.

From: Mohan Thazhathu <mjthazhathu@helpmesee.org>

Date: Mon, 1 Nov 2010 08:59:55 -0400

To: Brian Mullaney <bfmullaney@yahoo.com>

Subject: RE: email

Subject: Re: Thanks

Date: Saturday, October 23, 2010 4:57 PM
From: Brian Mullaney <a href="mailto:shround-





It appears that you want to hire me as a marketing manager. To work on commission no less! Not to mention that I have 15 years of program experience and results that are as strong as the fundraising side. Yet you don't seem to want me involved in programs nor to be CEO. This doesn't sound like a very good career move for me at the moment. Please let me know if I am misreading you.

I am finishing up a 10 year venture in which my team and I turned an initial \$27 million donation into 5 million additional donations totaling \$600 million and a donor database of 2 million. If ST does not add an other donor, the existing donors will continue to give another \$400 million. Thus, we leveraged a start up donation of \$27 million into \$1 billion in donations. In 9 years.

I want to do the same thing again only faster. Much faster.

I have the experience, the team, the track record and the connections to do this. I don't want to say it will be easy and it will take some time, but I am extremely confident in my business plan.

My preference is to create an innovative new breed of charity that will act like an incubator for sister, synergistic charity brands.

HelpMeSee could be our flagship brand and we could get that up and running over the next year before we launch any other brands.

If you provided enough funding, I could be tempted to do just HelpMeSee if somehow it was a stepping stone to something bigger. I could easily make HelpMeSee the next Smile Train with \$150 million a year in revenues but I just did that so I am hesitant to do the same thing again. I prefer to do something bigger and smarter.

The questions are....

Do you want to just do blindness even though there are many compelling economic reasons to be part of a larger structure? It will not only be much cheaper it will allow much faster growth.

Would you and your Dad consider a large start-up grant — or loan — for either venture which would eliminate the need for me to find other funding? This would have to be \$25 - \$35 million but could be paid over 2-3 years. As you have seen, once we have acquired enough donors, the donors provide the capital to attract other donors. Paying you back \$35 million in 5 years would be relatively easy, ST has \$150 million in the bank today, just 9 years after we started fund raising.

I do not think your current plan is going to get you to where you want to go. Your direct mail plan to have 20,000 donors in a year won't get you very far. Smile Train is adding 20,000 donors every two weeks. HelpMeSee could do the same but you never will with your current team and business plan.

If you are interested in working together in doing something big, I'd be happy to fly down to Vero and present a detailed business plan to you and your father. We could explore ways of working together and see how we can help each other accomplsih what is important to us.

If you don't want to, no worries. I have complete respect for your Dad and you and your efforts to cure blindness. With or without me I am sure you will do a lot of good and I will be rooting for you.

Let me know what you think,

Brian

On 10/22/10 5:21 PM, "Jim Ueltschi" <vero10@bellsouth.net> wrote:

It was our pleasure. I am glad you had a chance to sample first class simulation and could hear about our training facilities and philosophy. It couldn't be more different than how medicine continues to be taught.

As I have told you many times before, nothing would give me more sense of well being than to turn over all HMS fundraising responsibilities to you. In addition, I

would like to pay you for your net performance after expenses with no ceiling. It would be worth it to us.

Let me know when we can negotiate your compenstion. I am open to any of your suggestions. If you would prefer the structure you proposed, let me know how the financial details of the arrangement. I would appreciate written description so I could go over it with my dad. I know my dad likes pay-for-performance arrangements.

Have a good weekend.

Jim

Sent from my iPhone

On Oct 22, 2010, at 4:17 PM, Brian Mullaney bfmullaney@yahoo.com> wrote:

Hi Jim,

Thanks for an extraordinary experience yesterday at Teeterboro. Wow! That flight simulator was awesome.

I want you to know that I am ready to work with you STARTING RIGHT NOW if you are still interested. I can't do any press releases or go on TV or anything but I have the cycles and the passion to get going.

I would love to join forces and create something that will change the world. I would love to have you and your Dad as two of my Co-Founders and we can make HelpMeSee our lead cause — I could even work exclusively on that over the next year to get it jump started. I know you have been frustrated with the pace of progress on the fundraising side — I can fix all of that. And I have no doubt you can deliver a world-class surgical simulator.

Let me know if you are interested as I intend to move quickly.

Thanks,

Subject: Re: HelpMeSee needs you

Date: Friday, October 29, 2010 9:39 AM

From: Brian Mullaney

 bfmullaney@yahoo.com>

To: Mohan Jacob Thazhathu <mjthazhathu@helpmesee.org>

Hi.

Thanks for your nice email.

Yes, I would very much like to collaborate. I got a nice email from Jim and I think we are on the same page.

I am preparing two proposals that I think you will all like.

One is just on HelpMeSee and how we could ramp it up to Smile Train size within 5 years.

The other is HelpMeSee participating in the stable of sister charities which has some compelling benefits I did not really explain when we last met:

Rental names for acquisition at 1.5 cents each instead of 8 cents. Sharing donors names and info across charity brands. Consolidated buying/printing/mailing which reduce DM costs 33%. Shared services such as admnin, finance, marketing, PR, etc. which reduce overhead by 75%.

At the end of the day, HelpMeSee will grow faster, raise more money with much lower expenses as part of an umbrella entity. But I will consider the solo act as well. I will bring real numbers so you can see what I am talking about.

I will have my presentation ready within a week or so. When is Jim going to be back? Is it better that we fly down to Vero so that his dad can participate?

Thanks,

Brian

On 10/28/10 9:05 PM, "Mohan Jacob Thazhathu" <mjthazhathu@helpmesee.org> wrote:

- > Dear Brian
- >
- > Sorry we could not connect yesterday. I am hopeful that Jim and you can come
- > to a very worthwhile partnership. You know that we are following your script
- > for a successful non-profit business to the word. I am convinced of this

> since we started discussing blindness some time ago, while I was the

Page 1 of 2

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still
> with Orbis. I really would hope that Jim and you could work out an
> arrangement for fundraising support to HelpMeSee.
>
  In reality, you and Jim are not far apart. Working with Jim's Dad for
many
> years and with Jim in recent years, I know that their commitment is for
> eliminating preventable blindness worldwide. Funding and fundraising is
> fundamental object not because the Ueltschis need any funds, but because
> they want the blindness initiative to be market sustainable, and not
> dependent on their largesse. The structure that you proposed includes
> independent 501 (c) (3)'s within the umbrella organization you will be
> setting up. Would it make any difference if Jim and his Dad contribute
> the HelpMeSee entity, which they are already doing, instead of the
umbrella
> entity? HelpMeSee could join the umbrella entity with Jim and his Dad as
> cofounders. It would only be fair that HelpMeSee contributes to you or
the
> umbrella entity for the marketing and fundraising support HelpMeSee
> which I am sure Jim is ready to negotiate.
> Does this make sense?
> Please let us work together to make HelpMeSee, which you conceived, a
> success.
> Mohan
> p.s. thanks for adding me on your LinkedIn.
> Mohan Jacob Thazhathu
> President & CEO
> HelpMeSee
> 1560 Broadway, Suite 406
> New York, NY 10036-1537 USA
>
> Tel: +1 212 221 7633
> Fax: +1 212 221 7604
> www.helpmesee.org <a href="http://www.helpmesee.org/">http://www.helpmesee.org/>
> HelpMeSee, Inc. is a nonstock, not for profit, Delaware corporation.
Pending
> Determination of 501 (c)(3) status by IRS.
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